



LIVERPOOL-FAIRFIELD COMMUNITY RADIO CO-OPERATIVE LIMITED

ABN 58 832 839 936

**Minutes of the 2015 Annual General Meeting of the Liverpool-Fairfield Community  
Radio Co-operative Limited  
Held at 7.30pm on Wednesday 19th August 2015  
At the Hilda Davis Senior Citizens Centre 185 Bigge St Liverpool.**

**Present:** Christine Adrees, Ian Anderson, Ray Bampton, George Barcha, John Barcha, Ian Becker, Aradhana Bhatt, Bob Browne, Alisha Buaya, Glen Burns, Emanuel Camilleri, Bruce Crofts, Rob Cutrie, Bradlee Gaddes, Terry Gaffney, Les Gagan, Reece Green, Peter Hnes, Ben Hollist, Phillip Jaskiw, Daniel Lofranco, Roy Lopresti, John Lysle, Andrew Malik, Paula Malik, Michel Malik, George Meinert, Tim Miller, Carol North-Samardzic, Peter Nyistor, Tony Pace-Feraud, Maria Paras, Peter Phrakaysone, Bill Phillips, Barry Prince, Clem Rook, Dorothy Rook, Angelina Rossi, Jhun Salazar, Yousipos Sarkes, Champy Savatphoun, James Seng, Chris Sparrow, Ian Stumbles, Jim Tumeth, Cuneyt Yusuf.

(46 present as per sign in sheet) The auditor, Alex Stojanovic was also present.

**Apologies were received from:**

Jeff Burton, Marthese Caruana, Phil Dorahy, Nikki Facchin, Mark Flanagan, Robbie Georges, Laura Lee, Lina Miller, Mary Pace-Feraud, Jace Pearson, Pauline Plowright, Ninka Roberts, Ruth Robertson, Tom Speros,

Carol, as secretary, sent condolences from the meeting to Tom Speros on the loss of Helen. Helen Hutchinson has been a valued member of 2GLF for many years and died on 10<sup>th</sup> August.

**Motion:**

**“That the apologies for the 2015 Annual General Meeting are accepted.”**

**Proposed:** Bob Browne **Seconded:** Bill Phillips

**CARRIED**

**Welcome**

Ian Becker, as the chair, welcomed members to the meeting. He recalled the early years at Christie Street and highlighted the fact that so many of us have a passion for radio that overrides our personal needs at times. Our desire to fulfil a community need is a driving force. There is a need for regular meetings such as this to ensure effective communication.

A package has been sent to everyone and some sections may be accepted as read. There are two special resolutions that require the members to consider changes to rules regarding the use of a reviewer for the annual financial reporting and the training process in that we are looking into charging a small fee.

**Approval of the Minutes of the Annual General Meeting for 18<sup>th</sup> August 2014**

Carol noted that the minutes had been sent with the Annual General Meeting package and that members had more than 21 days to read them.

**Motion:**

**That the Minutes of the Annual General Meeting for 18<sup>th</sup> August 2014 are taken as read."**

**Proposed:** John Lysle **Seconded:** Daniel Lofranco

**CARRIED**

**Business arising from the 2014 Annual General Meeting**

There was no business arising.

**Reports from Directors**

**The Chair**

Ian Becker discussed the local areas of Liverpool and Fairfield. He noted the diversity of the population, e.g. Fijians in Liverpool and Vietnamese in Fairfield and stated that we need to look at who we cater for, in particular the under twenty five year olds and some ethnic groups.

We provide a means for accessing information and have gone beyond FM Radio. We need to expand our online presence and this will take time.

With outside broadcasts we need to engage more. The same people work on the outside broadcasts. We need presenters to promote themselves and their shows.

We have to fight for revenue dollars from sponsorship. Some sponsors find us, but we have to be sure that when they listen in they are impressed. Ian said that Carol and the Programming Committee had looked at program content and the standards achieved.

Ian felt it was a brave move to purchase the studios and we are progressing towards paying off the loans.

The work achieved by directors was often a reflection of their experience and we need members to come to meetings to support the board.

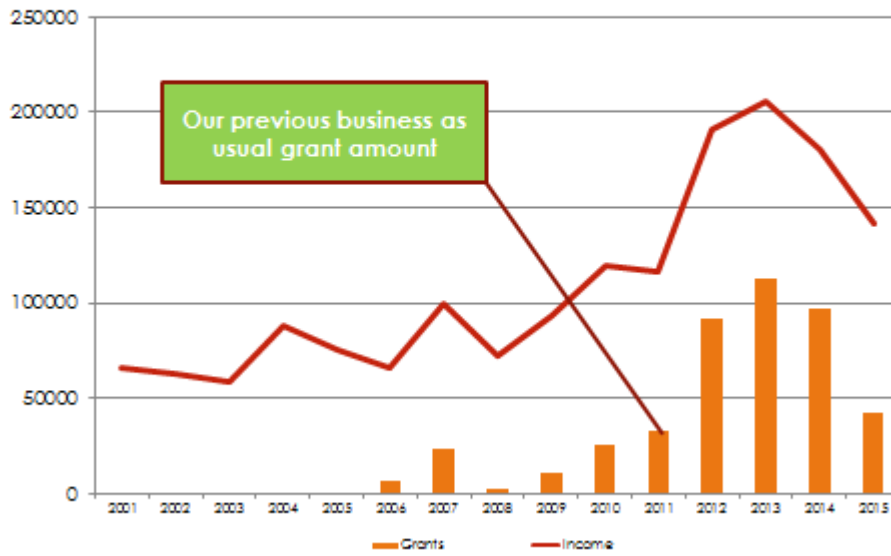
**The Secretary**

Carol asked that her report be taken as read. She highlighted how difficult it was to get some people to pay their membership fees. A months warning was given as per the rules. She then had been chasing a large number of members for four months. It was only at the last minute that some paid rather than go off air. Carol gave notice that next year she will not spend time chasing people. If memberships are cancelled then members will have to cease broadcasting if they have a show.

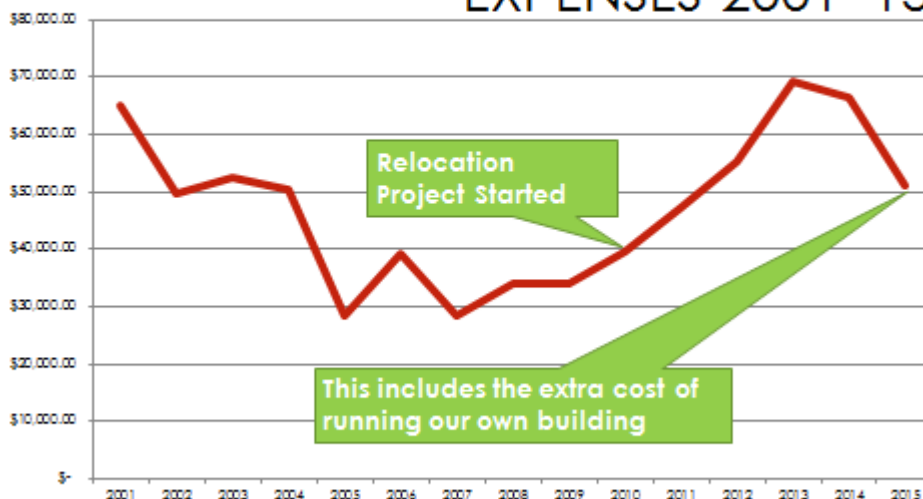
**The Treasurer**

Glen gave the following presentation that highlighted where we have progressed in the past few years to 2015. Income was higher in the years that we moved due to grant income for the relocation process. Operating costs were discussed in the light that we now pay strata fees and have differing operational costs. The loan situation was highlighted and the fact we paid off one loan in 2015. Interest costs have been reduced. Most of our equipment is new so has a higher book value and depreciation is high for that reason.

## INCOME 2001 - 2015

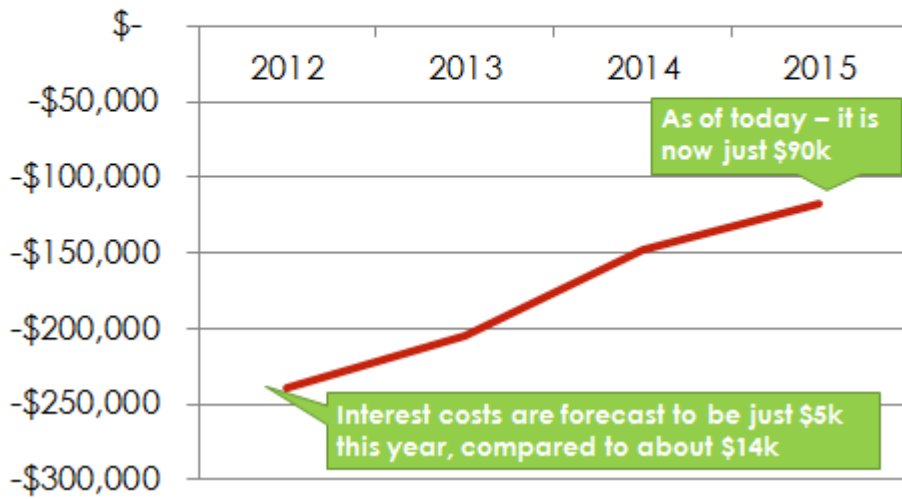


## UNDERLYING OPERATING EXPENSES 2001- 15

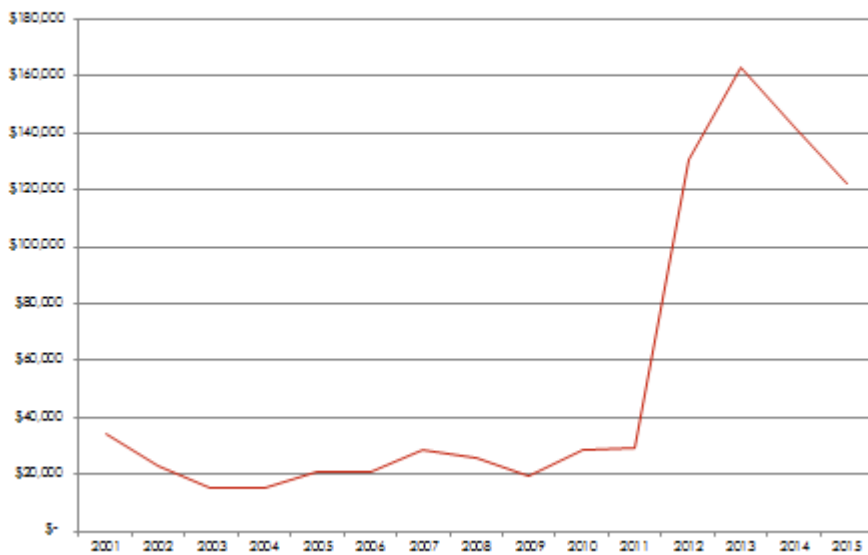


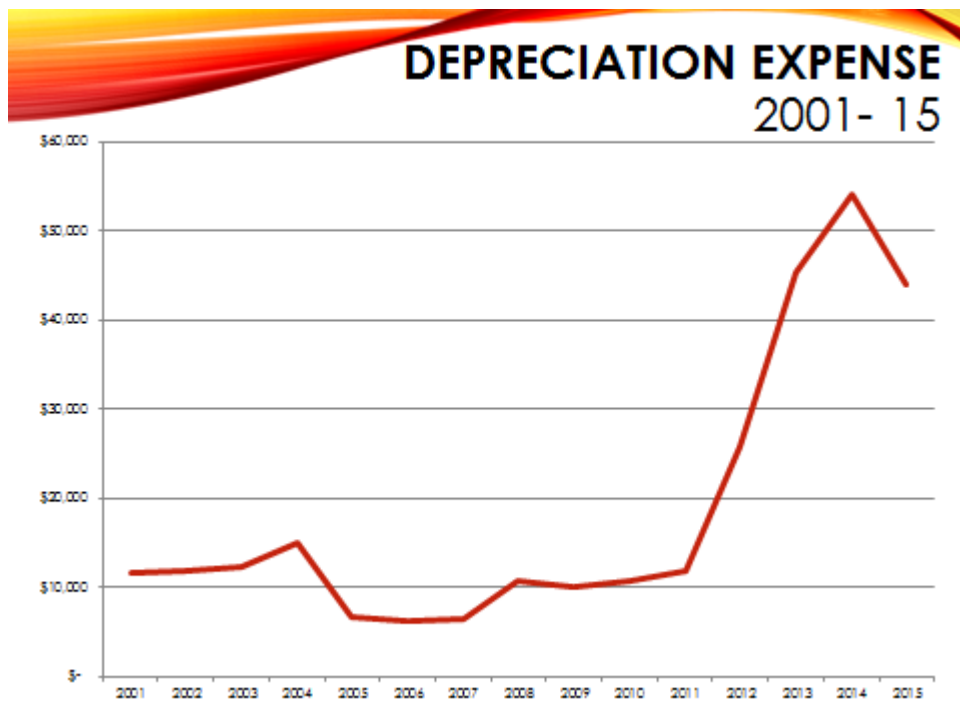
**Excludes:** Internship, Bookkeeper, Depreciation, Lease Payments costs, Loan costs, Bad Debts..... In today's dollars based on ABS CPI calculator.

## LOAN DEC 2012 – MAR 15



## EQUIPMENT – BOOK VALUE 2001 - 2015





**Director Reports**

**Director reports had been mailed and directors added comments at the meeting.**

**Tim Miller**

Tim stated that the report had highlighted what was happening in the technical area. The equipment had been upgraded for outside broadcasts. We had progressed from 3G to 4G and now we were going Wi-Fi. Simian had received upgrades.

**Peter Hines**

Peter was new to the board and it had been his first term as OB director. The technology had improved and there was a new mixer. The goal was to increase participation and have members promote shows.

**Cuneyt Yusuf**

Cuneyt stated he was old school marketing, but had been looking for new ideas. He had tried his best and had obtained things for OBs. He hoped to have another chance on the board.

**Jim Tumeth**

Jim acknowledged that the technical report covered the work of the technical team with Peter and Tim as members. He said the most asked question was “When will the install be finished?” the answer being, “never.” There will always be things there that were not there before. Lots of action has gone on in the background. The master control room has been revamped. Peter has been kroneing cables.

Members should come to the Members Meeting in October to learn about anything that will affect them. Carol asked to remind members that they had an agreement which required attendance at meetings. Ben Hollist stated he did not agree with this.

Jim pointed out that the station has a new processor so we are transmitting louder and further. The phone system will change. Jim noted that he had brought along a Wi-Fi antenna. As we were having problems with 4G we applied for funds and have a wireless system thanks to a Liverpool Council grant.

The tech team has worked with a specialist broadcast engineer who is helping with the configuration of the LAWO system. We have an audio switcher and old antennas, no longer in use have been removed from the transmission tower courtesy of a Vodaphone contractor at no cost to us.

Jim thanked Peter for kronteing and Tim for his work on Tuesdays and Thursdays. 10pm to 6am had been the time when the system was worked on so there was no disruption to shows.

**Receive, consider, and adopt the Financial Report for the year ending 31<sup>st</sup> March 2015 including the Auditor's report.**

Glen explained that this year the BTC auditor had retired and was no longer a registered auditor. Alex Stojanovic had been appointed by the board for the audit this year.

**Motion:**

**"To receive, consider, and adopt the Financial Report for the year ending 31<sup>st</sup> March 2015 including the Auditor's report."**

**Proposed:** Bob Browne      **Seconded:** Glen Burns      **CARRIED**

**Alex Stojanovic**

Alex, as the auditor, thanked the members for the opportunity to do the accounts. He had heard of 2GLF and had found the books and internal checks in place satisfactory and was able to reduce his cost to the co-operative by half. He had observed the internal checks that Carol had in place to minimise risks and he had undertaken internal sampling. What we had said was in place was under control. He gave the co-operative a clean bill of health. Well done Carol and Glen.

**Motion**

**"To consider and adopt the Director's Report and Statement by Directors."**

**Proposed:** Daniel Lofranco      **Seconded:** Michel Malik      **CARRIED**

**Appointment of a Returning Officer**

**Motion**

**"That Bill Phillips is appointed as the returning officer."**

**Proposed:** Michel Malik      **Seconded:** Glen Burns      **CARRIED**

**Motion**

**"That Chris Sparrow and George Barcha act as scrutineers and count the votes."**

**Proposed:** Carol North-Samardzic      **Seconded:** Ian Becker      **CARRIED**

**Election of a new Board of Directors for the year 2015/2016**

**Chair**

Ian Becker and Jim Tumeth as the candidates spoke.

**Ian Becker** said he was happy to stand to advance the organisation. He felt a responsibility to the Co-operative and had administrative and technical skills. The task was to get people to pull together. The focus should be on the community first. We have existed over 30 years and we have learned lessons over time. With the funding changes we have to be ready for them. Ian has been over 30 years in commercial television and is across federal, state and media law. He has technical, creative writing and communication skills. He works hard and has a passion for the station.

**Jim Tumeth**

Jim said he stands alongside Ian, and that they have a lot in common. He knows how things operate. He has a different perspective and ideas for training. 2GLF is where his passion lies and he has been part of its history from the beginning to today. Jim wants to empower the members to contribute.

A ballot was taken for the position of chair

**Results**

Ian Becker	18 votes	
Jim Tumeth	25 votes	
Invalid	3 votes	Total 46 papers.

**Jim Tumeth was declared chair of the 2015-2016 board.**

Jim thanked the members and stated he would work for everyone. He thanked Ian for his work and felt that things would not change dramatically.

**The role of Treasurer: Glen Burns unopposed**

**The role of Secretary: Carol North-Samardzic unopposed**

**Director Nominees spoke in addition to the printed material provided.**

**Ian Becker**

Ian reminded everyone he had just given his credentials for the board.

**Bruce Crofts**

Has served on the board and offered his production skills as his strength. He has been at the station for many years.

**Rob Cutrie**

Rob has produced a show for 3 years at 2GLF. He is passionate about the station and feels we have a good product. He has his own business and networking is a skill he would bring to the board. He offered to assist with getting more sponsors and marketing the station.

**Peter Hines**

Peter has enjoyed this year as a junior board member. He is aiming to improve his people skills. He has great experience in programming and can work as a team.

**Daniel Lofranco**

Daniel outlined how his professional life had given him valuable skills. He helped to move 2GLF to Bigge Street and attends OBs. He would look to increasing listenership. Having been on the board and having responsibility for programming, he knows the role of a director.

**Tim Miller**

Tim has seen the station growing into a good station. He is able to assist in multiple areas. He has done production for Nova.

**Cuneyt Yusuf**

It has been Cuneyt's first term as a director. He is visually impaired and could show there is hope for visually impaired people in the real world.

A ballot for four (4) directors was taken

**Results**

Tim Miller	41 votes
Ian Becker	32 votes
Peter Hines	31 votes
Bruce Crofts	24 votes

Daniel Lofranco 22 votes  
Rob Cutrie 22 votes  
Cuneyt Yusuf 5 votes Total 45 votes (one vote not submitted)

**Tim Miller, Ian Becker, Peter Hines, and Bruce Crofts** were declared directors for 2015-2016.

Jim Tumeth took the chair and Bill Phillips, George Barcha and Chris Sparrow were thanked for organising the election results.

### **Special Business: Motion to change the Co-operative Rules**

Glen, as treasurer, presented the two options.

#### **For having an annual review**



## FOR CHANGE?

### **Reason for the change**

- Reduced cost for the Co-operative
- A review appears to be a more suitable level of compliance for a Co-operative of our size and complexity
- An independent third party will still be reviewing our accounts
- Audits can be imposed on any board by the Registrar or the members
- The board can still engage an auditor for specific tasks (e.g. grant acquittals)

#### **For retaining an auditor**



## AGAINST CHANGE?

- A review does not provide the same level of assurance to the members of the Co-operative
- Potential for increased financial risk to the Co-operative
- Some future grant programs or financial institutions may require audited statements.
- If an audit is imposed by a Registrar or the members, it may be more costly than a regular audit.



**Motion:**

**"Update the Co-operative rules by adding to Schedule 5 (Changes of/ to the Model Rules)**

**Change rule 14.2 (a) & (b) to**

- a) The co-operative must prepare financial reports and statements in accordance with the Law, the National Regulations and these rules.
- b) The board shall submit those financial reports & statements and report to the annual general meeting of the co-operative as applied by the Act and the regulation.

**Change rule 18 to be as follows:**

- a) The co-operative must appoint a reviewer in respect of its financial statements.
- b) A reviewer appointed under this rule is to conduct a review of the co-operative's financial statements as presented to members.
- c) The appointment of a reviewer under this rule is to be made at an annual general meeting.
- d) The co-operative may appoint another reviewer at a subsequent annual general meeting if there is a vacancy in the office of the reviewer.
- e) The provisions of section 300(2) of the Law apply to a reviewer appointed under this rule in the same way (but with any necessary adaptations) as they apply to an auditor appointed for a large co-operative.
- f) If the co-operative is directed to prepare a financial report under section 271 or 272 of the Law and the direction requires that the financial report be audited or reviewed, the board must appoint an auditor or reviewer (as the case may) within one month of the direction.
- g) An auditor or reviewer appointed under this rule holds office until the financial report prepared as a result of the direction has been audited or reviewed and sent to members.

**Change rule 20.4 (d)**

"Notice must be given to each member of the co-operative and any other persons who are, under these rules or the Law, entitled to receive notices from the co-operative, by any method specified in Rule 20.6."

**Change rule 20.8 (a)**

"The ordinary business of the annual general meeting of a small co-operative must be:"

**Change rule 20.8 (a) (ii)**

"to receive from the board, auditor or officers of the co-operative:

- the basic minimum financial statements for the co-operative for the financial year;
- a report on the state of affairs of the co-operative;
- a directors' solvency resolution as to whether or not, in their opinion, there are reasonable grounds to believe that the co-operative will be able to pay its debts as and when they become due and payable"

**Change rule 20.8 (a) (vi)**

"to appoint (if necessary) a reviewer."

**Change rule 20.8 (a) (vii)**

"to allow members a reasonable opportunity to ask questions about or comment on the management of the co-operative."

**Change rule 21.7 (b) (i)**

"the removal of an auditor or reviewer;" "

**Proposed:** Carol North-Samardzic

**Seconded:** Glen Burns

**The motion to change the rules was carried - 41 votes to 4 (45 votes in total)**

### **Special Business: Special Resolution – Training**

Carol outlined the costs involved in the Broadcasters Course with 8 theory and 8 practical sessions. The course was currently free but there were costs for the hire of a room, printing costs and certification costs. We were getting new members completing the course then moving to a station closer to home. To charge \$50 would only mean \$3 per session and \$2 for certification. Ben Hollist suggested that the training fees be added to the membership fees. As the motion was a special resolution and had been published over the required 21 days the motion was taken as published.

#### **Motion**

**“That from January 2016, \$50 is charged for the training courses offered twice a year to train members. The course consists of eight theory and eight practical sessions.”**

**Proposed:** Carol North-Samardzic **Seconded:** Bill Phillips

**The motion was carried 32 to 12 with one invalid vote (Total 45)**

The meeting was then required to address the following motion.

### **Appointing a Reviewer**

#### **Motion**

“The Co-operative deems it unnecessary to fill the vacant Auditor’s position, as the position will be replaced with the Reviewer once the rule changes are registered by the Department of Fair Trading. The Co-operative appoints the accounting firm Business & Taxation Concepts to the position of reviewer starting with the 2015/16 financial year.”

**Proposed:** Carol North-Samardzic

**Seconded:** Glen Burns

**CARRIED**

### **Any other business relevant to the Annual General Meeting.**

#### **Motion**

**“That the ballot papers of the Annual General Meeting be disposed of.”**

**Proposed:** John Lysle **Seconded:** Ian Anderson

**CARRIED with one against and one**

**abstention.**

Ian Becker questioned the vote taking place before allowing discussion from both sides.

It was pointed out by Ian that we did not usually destroy ballot papers. George Barcha felt they should be retained in case of a need to justify the results. Carol felt that as there were rule changes and special resolutions the ballot papers should be retained.

#### **Motion**

**“That the previous motion is rescinded and the ballot papers retained with the financial documents.”**

**Proposed:** Glen Burns **Seconded:** Ian Becker

**CARRIED**

There was no further business. The members were invited to cake and coffee for supper.

Carol North-Samardzic  
Secretary

**Liverpool-Fairfield Community Radio Co-operative Limited**  
**21<sup>st</sup> August 2015**