



AUSTRALIAN  
CAMPS ASSOCIATION  
More people outdoors more often

ABN 35 115 082 212

**AUSTRALIAN CAMPS ASSOCIATION  
2019 Annual General Meeting**

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3:00pm, Friday 22<sup>nd</sup> November 2019

Venue: Rydges Adelaide, South Terrace, Adelaide

**Minutes**

1. Acknowledgement of Country – Luke Jansons
2. Welcome/Apologies for AGM – Rebecca Fox, Past President ACA

Apologies (7): Andrew McGuckian (Board Director, Life Member, OEG camps, Vic)  
Andrew Govan (Board Director, Wilderness Escape, SA)  
Joel Treadwell (AB Phillips, Vic)  
Warren and Joy Richards (Ankara, SA)  
Nina Arnott (Life Member, SA)  
Blair Briggs (Mowbray Park, SA)  
Brendan Smith (YMCA camps, Vic)

Attending

ACA Board (8): Pamela Kappelides (Latrobe University, Vic)  
Genevieve Colaguirri (Encompass, NSW)  
Amanda Crestani (Bayplay, Vic)  
Angela Chandler (Cave Hill Creek, Vic)  
Graham Sharpe (DLGSC, WA)  
Luke Jansons (Active Education, SA)  
Rebecca Fox (BecFox, Qld)  
Daniel Whkyes (Urban Camp, Vic)

Present (16): Richard Williams, Aaron Smalley (Risky Kids, Vic)  
Anthony Bates, Nick Jensen (St Peters College, SA)  
Scott Polley (Uni SA)  
Mark Lee (individual, SA)  
James Sellers, Emily Cordel, Simon Frederick, Djamilla Catalano (Woodhouse Activity Centre, SA)  
David Doherty, Penny Keen (Arbury Park, SA)  
Emily Kroehn (Wilderness Escape, SA)\*

Tobin Hanna (Mylor Adventure Camp, SA)  
Kerrie Ackermans (Guides SA)  
Julie Parr (Life Member, Active Education, SA)

Proxies (8):       Bec Fox (for Brendan Smith)  
                      Angela Chandler (for Andrew McGuckian)  
                      Angela Chandler (for Jay Henderson)  
                      Brendan Smith (for YMCA Lake Dewar)  
                      Brendan Smith (for Camp Jungai)  
                      Brendan Smith (for Camp Marysville)  
                      Brendan Smith (for Camp Manyung)  
                      \*Emily Kroehn (for Wilderness Escape)

Webinar (2):       Matt Bowker (Kangarooobie)  
                      Wayne Lewis (Camp Goodenough)

ACA staff (3):     Pete Griffiths (CEO)  
                      Jess Hough (Events and Communications Manager)  
                      Steve Hamilton (Membership and Preferred Supplier Manager)

27 members present or by webinar / proxy. A quorum has therefore been achieved.

3.       President's Report – Andrew McGuckian, presented by Rebecca Fox
4.       Treasurer's Report and Annual Financial Report for 2018/19 – Angela Chandler

4.1 **Motion:** That the Treasurer's Report be received.

**Moved:** Angela Chandler

**Seconded:** Julie Parr

**Adopted**

5.       CEO's Report – Pete Griffiths

6.       Amendments to Constitution

**6.1 Motion:** That the amendment of Clause 42 (a) of the ACA Constitution as detailed in Appendix 1 be adopted (voting by electronic means).

**Moved:** Rebecca Fox

**Seconded:** James Sellers

**Unanimously carried**

**6.2 Motion:** That amendments to Clause 26 (e), 26 (f) and 39.2 of the ACA Constitution as detailed in Appendix 1 be adopted (limiting tenure to 3 x 3 years, break of 3 years before re-appointment / election).

**Moved:** Rebecca Fox

**Seconded:** Graham Sharpe

**Unanimously carried**

7. Appointment of Auditor for 2019/20

**7.1 Motion:** That the ACA appoint new Auditor, Graeme Delaney, to audit the 2019/20 Financial Accounts.

**Moved:** Angela Chandler

**Seconded:** Daniel Whykes

**Unanimously carried**

**7.2 Motion:** That the ACA thanks Martin Buckley for his many years of service as Auditor to the Australian Camps Association.

**Moved:** Angela Chandler

**Seconded:** Graham Sharpe

**Unanimously carried**

8. Announcement of changes to the ACA Board

Retiring Directors

Brendan Smith (YMCA, Vic)

Joel Thompson (Outbeyond, Vic)

Newly Elected Directors

Daniel Whykes (Urban Camp, Vic)

Luke Jansons (Active Education, SA)

Re-appointed Directors

Angela Chandler (Cave Hill Creek, Vic)

Genevieve Colaguirri (Encompass, NSW)

Graham Sharpe (DLGSC, WA)

President Elect (becomes President at the 2020 AGM)

Pam Kappelides (Latrobe University, Vic)

The 2020 ACA Board is:

Elected Directors

Andrew McGuckian

President (until 2020 AGM)

Outdoor Education Group (Vic)

Pamela Kappelides

President Elect

Latrobe University (Vic)

Andrew Govan

Wilderness Escape (SA)

Luke Jansons

Active Education (SA)

Rebecca Fox

Bec Fox (Qld)

Amanda Crestani

BayPlay (Vic)

Appointed Directors

Angela Chandler

Treasurer

Cave Hill Creek (Vic)

Genevieve Colaguirri

Encompass Outdoors (NSW)

Graham Sharpe

DLGSC (WA)

9. Recognition of retiring Board Directors.

**Motion:** That the ACA thanks Brendan Smith for his nine years of service to the Board.

**Moved:** Rebecca Fox

**Seconded:** Julie Parr

**Unanimously carried**

**Adopted**

**Motion:** That the ACA thank Joel Thompson for his service to the Board.

**Moved:** Rebecca Fox

**Seconded:** Graham Sharpe

**Unanimously carried**

**Adopted**

10. AGM closed at: 3:45pm

## **Appendix 1: Changes to the Constitution**

### **Clause 26. (e) Number of Directors**

Subject to clauses 26(c), 26 (d) (ii),26 (f) 29 and 39.2, Elected Directors shall hold office for a period of three years and shall be eligible for re-election. Each Elected Director shall hold office until the third AGM following the AGM at which he or she was elected at which time the Elected Director shall retire and the Director's position shall become vacant. Appointed Directors will hold office for 1 year from the date of appointment and shall retire upon that expiration of that one year period at which time the position becomes vacant. The Director is eligible for reappointment by resolution of the Board.

### **Clause 26 (f) Number of Directors**

An Elected Director having held office for three periods totaling nine years shall retire at the AGM in the ninth year and the Director's position shall become vacant. Following the conclusion of the third consecutive term of service of a Director, that person is not eligible to be elected or appointed as a Director until after three years.

### **Clause 39.2 Term of Office**

- a) The President, President Elect and Past President will continue to hold office as a Director of the Company (subject to clause 29) whilst they hold the position of President, President Elect or Past President.
- b) If an Elected Director holds the position of President Elect or President at the expiration of their term of office, they shall not be subject to re- election pursuant to clause 26(e) but will continue to hold office as an Elected Director of the Company either:
  - I. for a further term of 3 years, or until the end of the their term as Past President; or
  - II. until vacating office pursuant to clause 29, or
  - III. until retiring pursuant to Clause 26 (f).whichever is earlier.
- c) The retirement of a Director pursuant to clause 39.2(b) will create a casual vacancy to be filled by the Board pursuant to clause 30.
- d) A Director appointed to fill the casual vacancy referred to in clause 39.2(c) will hold office until the expiration of the three year term referred to in clause 39.2(b).

### **Clause 42 Written Resolutions**

- a) The Directors may pass a resolution without a Directors' meeting being held if all the Directors entitled to vote on the resolution sign a document or reply to an electronic message containing a statement that they are in favour of the resolution set out in the document / electronic

message. The resolution is passed when the last Director signs or replies to the electronic message.