

## SPECIAL GENERAL MEETING

|                             |  |
|-----------------------------|--|
| <b>Date</b>                 | 23 February 2015   |
| <b>Time</b>                 | 7.20pm   |
| <b>Venue</b>                | Robert Knox Hall, 45 Mann Street, Gosford, 2250  |
| <b>Chair</b>                | Peter Brandon  |
| <b>Attendance Board</b>     | Robyn Wand, Hilary Day, Adam Gilbert, Greg Woolnough<br>Mary-Ellen Wallace, Charmian Gadd, Vinay Srivastava,<br>Francesca Bell   |
| <b>CEO</b>                  | Patrick Brennan  |
| <b>HWL Ebsworth Lawyers</b> | Justin Le Blonde, Sebastian McIntosh   |
| <b>Attendance Members</b>   | John Adams, Monica Sewter, Edele Bignell, Julie Blakemore, Rosalie Bourne, Julia Brennan, Tanya Chalker-Holz, Frank Cubirka, Jackie Finch, Sandy Gilbert, Val Heathcote, Victoria Lee, Virginia Madsen, Lorena Palmer, Carolina Saenz, John Sheehan, Liliya Sile, Robert Smith, Madeleine Snook, Tong Nou. |
| <b>Non-members</b>          | As per attached register   |
| <b>Apologies</b>            | John Kellaway, L J Harris, K Lovegrove, R McMahon, Ann Hasnip  |

| #  | Item  |
|----|---|
| 1. | Message Of Welcome: Chairman  |
| 2  | Acceptance of Apologies   |
| 3  | Introduction of the CC Conservatorium Board of Management. <i>Chairman</i>  |
| 4  | Acceptance of Proxy votes which meet the criteria under CC Conservatorium's Constitution. 26 Proxy votes in support of the Chair and the CCC Board have been filed  |
| 5  | Brief review of the CC Conservatorium Management Board's Decision to restructure the Conservatorium's Management Structure.<br><i>Chairman</i><br>Using a power-point presentation Chair Peter Brandon took the Members and guests through the background for the CCC management restructure and the resultant redundancy for the Business Director's role.   |
| 6  | Brief Overview of the Conservatorium's Financial Status as of this SGM. Peter Brandon announced that a fully audited financial report would be presented at the AGM on the 11 May as required by the constitution.  |
| 7  | Matters put before the Board in the Request for the SGM; these include<br>a. Motion of no confidence with respect to the conduct of one or more members of the current Management Committee.<br>J Finch moved a no-confidence motion in one or more members of the Board F Cubirka seconded the motion; no members carried the motion.<br>The motion did not adhere to clauses 11, 20 and 46 of the CCC's constitution so |

was deemed invalid. None of the items on the Agenda could be considered valid, as the CCC constitution requiring written notification of all matters to be addressed 7 days prior to the meeting had not been met.

b. Concerns over the financial stability of the CC Conservatorium.

c. Concerns over the adherence to the Constitution and the Policies and Procedures of the CC Conservatorium.

Some members expressed dissatisfaction about attending the meeting considering that the Chair was aware of the invalid status of the proposals.

The Chair reminded the members and guests that members, not the Board requested the SGM and that the meeting had to proceed in accordance with the CCC's constitution.

Meeting closed at 8.23pm

Signed as a true and correct record of the meeting:

Chair Peter Brandon agreed to an open discussion post meeting.