



Minutes of the Annual General Meeting of Queer Screen Limited (“**QS**”) ACN: 059 963 110
 6:30pm, Wednesday 23 November, 2022
 Virtually through the Vero online platform

Board Directors

Abdullah (Abs) Osseiran	Cheryl Kavanagh	Finn O’Keefe	Rosario (Saro) Mugnaini
Angela Ruchin	Ian Goshko	Roger Gatchalian	Nicole (Nic) Brennan (A)

A = Apology

Meeting Chair

Abs Osseiran, Co-Chair of QS

Secretary/Minutes

Angela Ruchin

Returning Officer

Paul Rankins

Members Present (38)

Abs Osseiran	David Robinson	Kelley Drury-Green	Russ Gluyas
Angela Ruchin	David Wright	Ken Caldwell	Saro Mugnaini
Anthony Yeo	Dominic Gardiner	Lisa Rose	Sallie Colechin
Benjamin Buchanan-Turner	Erika Felton	Michael McNaughton	Tatum McPherson-Crowie
Brad Booth	Finn O’Keefe	Mike Worsley	Tom Hatfield
Brian Lindsay	Giovanni Campolo-Arcidiaco	Norman Booker	Tony Burns
Brian Randall	Ian Goshko	Paul Kennedy	Tsachi Pilossof
Cheryl Kavanagh	Jen Peden	Robert Clark	Vanessa McQuarrie
Corrie Diamond	Jeffrey Tremain	Robin Carter	
David Libter	John Tsioulos	Roger Gatchalian	

Valid Proxies Received (11)

Matt Janssen granted to Ian Goshko	Emily Cachia granted to Finn O’Keefe
Tim Daly granted to Brad Booth	Troy Byrnes granted to Lisa Rose
Milo Crocchini granted to Rosario Mugnaini	Andrew Bukenya granted to Paul Kennedy
Francis Luzuriaga granted to Chair (Abs Osseiran)	Nicole (Nic) Brennan granted to Angela Ruchin
Gary Lancaster granted to Giovanni Campolo-Arcidiaco	Anthony Van Assche granted to Roger Gatchalian
Tsachi Pilossof granted to David Libter	

Apologies Received

Alison Aggarwal	David Robinson	Milo Crocchini	Tim Daly
Allan Buckley	Francis Luzuriaga	Nicole Brennan	Troy Byrnes
Andrew Bukenya	Gary Lancaster	Norman Booker	Tsachi Pilossof
Anthony Van Assche	Helen Saad	Peter Grimison	Warwick Evans
Brendan Leonard	Ken Caldwell	Simon Croker	William Lord
Colin H Parbery	Matt Janssen	Steven Illes	

Meeting

1: Acknowledgement of Traditional Owners and Welcome

Cheryl Kavanagh, QSL Co-Chair, declared the meeting open at 6:30pm. She acknowledged the traditional Owners of the Land on which she was speaking from and paid her respects to their elders past, present and emerging.

Cheryl also introduced and thanked the Directors present and those who had stepped down during the year or were an apology (Nic Brennan).

2: Quorum and Proxies

The Secretary advised that 11 valid proxies had been received for the meeting (as noted above). It was noted that there were also 26 financial Members present and logged into the meeting at that time, which in addition to the 11 proxies provided a total of 37. It was noted that there was a quorum (the QS Constitution requires 30 Members to be present to constitute a quorum).

3. Apologies

The Secretary advised the meeting that apologies had been received (per the list above).

4. Conflicts of Interest to declare

Giovanni Campolo-Arcidiaco noted he was on the Board of Mardi Gras. The Secretary noted there were no Motions which should create a conflict or any items being discussed which were commercially sensitive and should not be shared.

5: Approval of the 2020 AGM Minutes (held in January 2021)

The 2020 AGM Minutes were tabled by the Secretary (noting these were the Minutes of the last AGM held in January 2021). Voting proceeded as follows:

- 31 Members voted in favour
- 0 Voted against
- 0 Members abstained

The 2020 AGM Minutes were approved.

6: A year in Review – Cheryl Kavanagh and Abs Osseiran

- Introduced herself and Abs Osseiran as Co-Chairs of QS
- Disability and Inclusion Action Plan (DIAP) – reflecting strategic importance of inclusion of all our community and members to QS. Outlined the consultative process QS went through to develop the DIAP and its availability online
- Abs Osseiran thanked the Board for their hard work over the last few challenging years
- Thanked the key volunteers and the Management team without whom the organisation could not function
- Here for the benefit of the QS Members and thanked them for their continued support
- Thanks to Board members who stepped down during the year, for their work:
 - Cameron Bayley
 - Michael Worsley (who is continuing as an Associate)
- Thanks to Cheryl for her 10 years of service to QS and announced she would be stepping down after the AGM

7: Financial Statements

The Chair, presented the 2022 Annual Report, focusing on the financial statements:

- FY22 was a positive year, despite profits being lower than FY21
- Sponsorships, Advertising and Donations were higher, but ticket sales were lower than FY21 due to Covid impacts.
- Increased expenditure in FY22 due to increased Sponsorship and Advertising as well as higher staff costs due to work on DIAP and website revamp.
- We are a registered charity and whilst we are a Not-for-Profit, we are profitable. Our purpose however isn't to generate greater profits, but to contribute to our Members through screenings and cultural practices and to support our community more broadly, which we have done and are very proud of that.
- FY22 result will allow us to continue working towards Sydney World Pride in 2023.

- Won't be running QSFF22 in order to focus on Mardi Gras Film Festival 2023 which will be held during Sydney World Pride next year.
- Key Snapshot of the Financials which were on the screen:
 - Main increase in sponsorships and advertising (+100k)
 - Donations (+22k)
 - Tax Incentives (as Covid incentives waned)
 - Tickets sales (-52k)
 - Staffing Costs (increased)
 - Marketing Costs (increased)
 - Significant savings achieved through administration, event costs and screening costs
 - Overall good result
 - Increased reserves through operating profits of 75k (though slightly down on FY21)
- Questions were taken on the Financials:
 - What caused the big drop in Other Income – Collection in different items which aren't the income items of focus eg. are not ticket sales, advertising, sponsorships private screenings or grants. Other Income is comprised by other funding, curatorial services, raffles, sundry income, merchandising and FX gains/losses.
 - Are we forecasting a similar result for FY23? There are a few projects which we are working through. We are looking to increase the FY22 profit of \$75k and looking at >\$100k, noting that as an NFP, our goal is not to make profits, though it is equally not to make losses. Our focus is maintaining a sound financial position whilst delivering outcomes for our members.
 - Does the decrease in Membership reflect a decrease in Membership or a change in the mix? There was an overall drop in total memberships between the prior AGM and the current AGM given both Covid and a reduction in in-person attendance and also the fact we didn't hold a QSFF22, which correlates to a usual spike in memberships before events.

8: Tabling and acceptance of the Independently Reviewed Financial Statements for the financial year ending 30 June 2022

The Secretary proposed that the Members adopt the Director's Report and Independently Reviewed Accounts for the financial year ending 30 June 2022.

The resolution was put to a vote with:

- 37 Members voted in favour
- 0 Voted against
- 0 Members abstained

The Financial Statements for the financial year ending 30 June 2022 were unanimously approved.

9: Questions for the Board?

- *Is there a Membership acquisition/retention plan for FY23?* We are looking to increase our member base, but our main priority is the provision of services to our existing members, We review all candidates for membership on a bi-monthly basis. We get a large uptake in January/February, just before the festival kicks off. Due to system constraints, we cannot automatically renew memberships. Whilst we have experienced a decrease in memberships since the prior AGM, there are two clear reasons being no QSFF22 (this is the typical point when people renew or apply for membership given most benefits are seen as materializing during attending) and lingering Covid concerns. Consider the lead-in to World Pride to be an opportunity for increased membership.
- *Post Covid what do we see as the challenges to the year ahead and how do we see engagement post-Covid?* Engagement has actually expanded given we have adopted the hybrid festival delivery as it has increased accessibility for our members. Additionally the availability of titles/content which was an issue during Covid is now coming back. Recent Bros screening was very well supported and this gives us an indication of high engagement. We are seeing people are returning to cinema, however extent of return is still unknown and whilst we are committed to continuing a hybrid delivery model, this may be impacted by rightholders of the films and the classifications board.

- *Will we be continuing with online film delivery to cater for those in rural NSW?* We definitely are committed to doing this, but may not have the same volume online as previous (Covid) years due to the reluctance of some rightholders to show their content online.

10: Election of Directors

Paul Rankins was introduced to the meeting as Returning Officer for the election of directors.

Paul provided an overview of his role and declared all Director positions vacant and formally took control of the meeting. He noted he had no conflicts of interest and assured the Members that he has reviewed and scrutinised the nominations received and outlined the process for elections.

Paul announced the six nominees as listed:

Abs Osseiran
 Angela Ruchin
 Finn O'Keefe
 Ian Goshko
 Roger Gatchalian
 Saro Mugnaini

Paul advised that under clause 12 of the QS Constitution if the total number of candidates (which is six) are less than the total number of positions, (which is ten), they must be declared duly elected. Paul confirmed that all nominations were regular. Any remaining positions may be filled by the Directors under article 12.6 of the Constitution.

Paul declared the six nominees to be Directors on the QS Board and congratulated the new Directors.

11: Festival Director Update - MGFF23

Lisa Rose introduced MGFF23 which will be QS's 30th film festival!

- Dates are Feb 15th til March 2nd
- Biggest Festival in Lisa's 10 years of being a QS
- Announced 8 films already and we have some exciting special events:
 - Screening at 8 venues across 16 days of the festival (most venues for any festival)
 - Events George Street
 - Randwick Ritz
 - Dendy Newtown
 - Pop-up events at 5 other venues, possibly 1-2 outside
 - Full-program announced 11th of January
 - Pre-sale happens on the 9th of January for Members
 - Great opening and closing night films confirmed
 - Access is something we are passionate about, with DIAP published by the end of this month
 - Some non-film events such as master classes, workshops and trivia, trying to get people back in person
 - Highly competitive market because we will be competing with other World Pride Events
 - Decision to not host QSFF22 has allowed the Management team to focus on a world-class MGFF23 on a global stage
- Lisa then took questions from the Members in relation to the festival and future festivals, noting:
 - Lots of great Australian documentaries and narrative features, lots of guests and the pipeline of films is now coming back and not hosting QSFF has definitely helped this also.
 - Cannot fit in all the films that she wants to play. It is a very strong program.
 - She has already confirmed 45 features.

12. Other Business

Thanks were noted to Cheryl for her 10 years of outstanding service on the Board.

13: Meeting Closed at 7:04pm

There being no further business, the meeting was closed at 7:04pm.

Confirmed as a true and accurate recording of the conduct of the meeting
Chair:
Date: