Minutes of the Annual General Meeting of Queer Screen Limited ("**QSL**") ACN: 059 963 110
6:30pm, Monday 11 November, 2024
Hybrid through the Vero online platform

Board Directors

Abdullah (Abs) Osseiran	Finn O'Keefe	Michelle Mutchnik
Angela Ruchin	Ian Goshko	Rosario (Saro) Mugnaini (A)

A = Apology

Meeting Chair
Angela Ruchin, Co-Chair of QSL

Secretary/Minutes
Lara Sabbadin/Angela Ruchin

Returning Officer
Paul Rankins

Members Present (25)

Abs Osseiran	David Libter	Lara Sabbadin	Mike Whalley
Adam Bold	Edward Rose	Lena Pammer	Paul Kennedy
Alan Tubery (at 6:54pm)	Evelyn Perusco	Lisa Rose	Peter Copas
Angela Ruchin	Ian Goshko	Michael Rolik	Sallie Colechin
Anthony Young	Jessica Liley	Michael McNaughton	Susan McDonald
Bec Lewis	John Tsioulos	Michelle Mutchnik	Victoria Taylor (at 6:47pm)
Benjamin Buchanan-Turner			

Valid Proxies Received (25)

Alan Maurice to Chair	Michael McNaughton to Chair	Susanna Griffin to Chair
Andrew Narracott to Chair	Milo Crocchini to Chair	Terence Humphreys to Chair
Andrew Pickles to Chair	Peter Martin to Chair	Tim Daly to Chair
Ben Gock to Chair	Peter Seabrook to Chair	Tim Smyth to Chair
Benji Brown to Chair	Russ Gluyas to Chair	Timo Rissanen to Chair
Gabriel Wong to Chair	Saro Mugnaini to Chair	Tom Hatfield to Chair
Jared Price to Chair	Sprout Gina Machado to Chair	Tsachi Pilossof to Alan Tubery
Kathirasen Ponnusamy to Chair	Steven Illes to Chair	Warwick Evans to Chair
Matthew Blampey to Chair		

Apologies Received (excl proxies) (10)

Caitlin Burley	Geoffrey Moss	Lia Wittig	Warren Riolo
Carolyn Polley-Peters	James Kelly	Manja Visschedijk	
Chris Whitehead	Julie Kalceff	Peter Copas	

Meeting

1: Acknowledgement of Traditional Owners and Welcome
Angela Ruchin, QSL Co-Chair, opened the meeting 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 and present.

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

2: Proxies
The Co-Chair advised that Proxies had been received and the Secretary confirmed that 25 valid proxies had been received for the meeting and listed these (as noted above).

3. Apologies
The Chair advised that apologies had been received and would be reflected in the Minutes (list above).

4. **Quorum**
The Co-Chair advised that a Quorum per the Constitution is 30. The Secretary advised that in addition to the 25 valid proxies received, there were also 23 financial Members present and logged into the meeting at that time, which in addition to the 25 proxies provided a total of 48. It was noted that a Quorum was present.

5. Conflicts of Interest to declare

The Chair called for any conflicts of interest to be declared. No conflicts of interest were noted.

6: Approval of the 2022 AGM Minutes (held in November 2022)
The 2022 AGM Minutes were tabled by the Secretary (noting these were the Minutes of the last AGM held in January 2021). Voting proceeded as follows:

- 43 Members voted in favour
- 0 Voted against
- 2 Members abstained

The 2022 AGM Minutes were approved.

7: Special resolution for changes to the QSL Constitution
The changes to the Constitution and summary table provided by Allens Linklaters were tabled by the Co-Chair. Voting proceeded as follows:

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

The changes to the Queer Screen Constitution were approved as a Special Resolution.

8: A year in Review – The Board of Directors discussed key highlights.

- **Return of QSFF23** in August 2023 after a hiatus of QSFF in 2022 due to World Pride.
- **MGFF24** held in Sydney focused on “starting conversations”. There were 161 films and events which took place in Sydney and to Canberra and the Blue Mountains as part of the travelling festival.
- **Filmmaker initiatives** - FY24 Queer Screen Completion Fund awarded 2 cash prizes of $10,000. These cash prizes were awarded to One Person Protest and Videoland (which also won the QSFF24 audience award. A special thank you to our independent jury: Dr Tania Chambers OAM, Spiro Economopoulos and Julie Kalceff. QSL also remains committed to supporting emerging filmmakers making diverse LGBTQI+ shorts with $10,000 being awarded to SARA.
- **Volunteers** - Our volunteers base continues to be very enthusiastic and engaged. TimeCounts, has helped increase engagement and attendance and we continue to look at ways to further improve our volunteer experience.
- **Awards** - The Yunus Zeed Returning Volunteer of the Year Award went to Josh Switzer with runner up Tina Reid and the Frank Wells New Volunteer of the Year Award went to Nevena Jakovljevic with the runner up Talisha Ivory. All four of these volunteers went above & beyond.

- **Memberships** - Membership has been relatively consistent this past year at c.500. We simplified our pricing structure at the start of 2024, however have kept youth and over 65's memberships as accessible as possible. We continue to review membership benefits and have further improved communications.
- **Donors** - We wish to thank and acknowledge all our generous donors which assists us to continue to support local filmmakers to ensure that queer stories continue to be told. To build on this a philanthropy strategy is being compiled to increase this important income stream for Queer Screen, and we will be reaching out into the membership and community to find willing volunteers with skills in this field to help.
- **Digital engagement** – Another strong year of engagement. We have reached just over a million people on Facebook and Instagram this last year. Our Direct follower base has grown to 45,000 people and we have increased our reach into new channels, using both TikTok and LinkedIn. We have also looked at our Search Engine Optimisation to improve our online "findability".
- **Disability and Inclusion Action Plan (DIAP)** – We have a regular DIAP review process and the DIAP committee meets twice yearly to provide ongoing support and guidance. We have run training sessions for volunteers, targeted financial accessibility through several methods and have introduced relaxed screenings alongside our open captions sessions for greater accessibility.
- **Governance** – QS has continued to update our processes as required and reviewed existing policies, adding new ones as required. In addition, the Board has run a process to identify and bolster our skills and recruit Associates and Directors as required.
- **Grants** – We have successfully applied for three grants this FY, receiving a total of $50,000 in grants from Screen NSW, City of Sydney and Randwick City Council. These grants are crucial to helping QSL somewhat counteract increased cost pressures.

9: Financial Statements
The Treasurer (Michelle Mutchnik), presented the 2024 financial statements which were distributed as part of the FY24 Annual Report:

- Challenging economic environment for QSL – net losses in both FY2024 and FY2023 ($194k vs $89k)
- Much of FY2024 loss is driven by reduced income from government grants, private screenings and sponsorships
- Ticket sales, whilst up from the previous year, reflect the two festivals run in FY2024 (QSFF23 and MGFF24) as compared to only MGFF23 in FY2023
- The costs of running a festival in Australia continue to rise, however management has limited FY2024 increase in Operating Expenses to only 2.7% whilst both running an extra festival and also providing more support to LGBTQI+ filmmakers.
- As a registered charity and not for profit organisation, QSL's main purpose is not to generate profits – but more so to provide benefits to our members and stakeholders.
- QSL is continuing to demonstrate cost discipline and we are seeing a recovery in grants.
- We expect a modest surplus in FY25.
- The Chair asked for questions in relation to the Financial Statements – none were received.

10: Tabling and acceptance of the Independently Reviewed Financial Statements for the financial year ending 30 June 2024
The Chair proposed that the Members adopt the Director's Report and Independently Reviewed Accounts for the financial year ending 30 June 2024.

The resolution was put to a vote with:

- 46 Members voted in favour
- 0 Voted against
- 1 Members abstained

The Financial Statements for the year ending 30 June 2024 were approved.

11: Questions for the Board

- *Any plans for screening further north?* Not currently. We have previously screened in places such as Blue Mountains, Canberra, Lismore and Newcastle. Lismore and Newcastle were never viable and hence we have shifted to running curatorial services to source locals in that

area who will run festivals themselves whilst we supply films and shorts whilst charging them a nominal fee to cover our costs, such as the cost to the directors/filmmakers etc.
- *Will we accept philanthropy such as ongoing donations or part-pay facilities for more expensive memberships?* Whilst Ferve has not previously been able to accept recurring donations, we can accept this in the future, through a new partnership with My Charity Change, but are yet to launch this from a communication perspective. You can always do one-off donations through our website as well. Part-pay facilities for higher cost memberships are not something currently supported by Ferve as they do not store payment details, however this is something we can look into.
- *How successful is the online screening?* From a financial perspective it is not that successful because whilst overheads are lower, the ticket prices are significantly reduced, most people only pay for one screening (ie not per person) and the cost of getting the films is not necessarily cheaper. In addition, most rightholders to the films do not want to allow their films to be shown online with some piracy and security issues experienced at other festivals across the globe and this is not the way most rightsholders want their films released. None the less, we have continued to show a portion online to allow greater accessibility, which is well-aligned with our values and our mission as an LGBTQI+ charity.

12: Election of Directors
The Chair introduced Paul Rankins to the meeting as Returning Officer for the election of directors.

Paul provided an overview of his role, declared he had no conflicts in conducting this role, declared all Director positions vacant and formally took control of the meeting. He noted he had reviewed and scrutinised the nominations received and outlined the process for elections.

Paul announced the seven nominees (listed below):

Abs Osseiran
Angela Ruchin
Ian Goshko
Jessica Liley
Michelle Mutchnik
Mike Whalley
Saro Mugnaini

Paul advised that if the total number of candidates (which is seven) are less than the total number of positions to be filled, (which is ten), they must be declared duly elected.

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

13: Festival Director Update:
- **World Pride MGFF23:** Lisa Rose spoke about MGFF23 which was QS's 30th film festival and coincided with World Pride
    - MGFF23 saw an enthusiastic audience of over 19,000 across Sydney, regional NSW and the ACT for over 115 screenings and 21 film programs on-demand online.
    - MGFF23 was our largest festival program in over a decade, given it coincided with our 30th year and World Pride and was over 16 days, with 167 films, 39 countries and 38 languages.
    - 13% of the audience were not from NSW, (usually 5-8%) and >30% first time attendees
    - Highlights included opening night Of An Age, the Stephen Cummins Retrospective Gala, and our special event screening of Tar at Westpac OpenAir.
    - MGFF23 featured 8 World Premieres, 2 International Premieres, 63 Australian Premieres, 54 Sydney Premieres and 78 guests, including 20 from overseas.
    - Planning for Queer Screen's 32nd MGFF is well underway, with program lock in 4 weeks.
    - The first 6 films have been announced and include titles from Cannes and Sundance.
    - We have streamlined the festivals size with a reduction in sessions to combat rising costs, however, there will still be 100+ films across 70+ sessions.

    - We have reduced our venues and a smaller staff team than the past two seasons will deliver MGFF25, which will be Lisa's 8th and final MGFF as Festival Director.
    - There will also be two special screenings for Members in January and Flexipass prices will be increasing on the 6th of January.
- Abs noted thanks from the Board to Lisa for all the work she has done to make the festival what it is to date and congratulated her on her achievements. He noted the Board were looking at what this looks like for the festival and the organisation going forward and would provide updates in due course.
- The Chair then opened it up to questions in relation to the Festival Director Update:
    - There were no questions, but comments and notes of thanks to Lisa and the Board

14. Other Business
No other business was noted.

15: AGM Closed at 7:16pm
There being no further business, the Chair called the meeting to a close at 7:16pm.

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