



**ANNUAL GENERAL MEETING OF
THE GEELONG COLLEGE FOUNDATION LIMITED**

Held in the Senior School Meeting Room, Talbot Street, Newtown

on

Wednesday 26 February 2020 at 7.00pm

MINUTES

Present

Members: Mr Sandy Hutton (President and Chair of the Meeting), Mr Scott Chirnside, Mr Cam Emerson, Mr Richard Carr, Mr Andrew Cameron, Ms Anna Webb, Mr James Turner, Mr Michael Betts, Mr Bill Huffam, Mr Tim Dennis, Mr Len Champness, Dr Hugh Seward (Chairman of the College Council) Mr Michael Dowling, Mrs Lynne Dowling and Mrs Wendy Abikhair.

Ex-Officio: Dr Peter Miller (Principal), Mr Mike Howell (Director of Advancement & Community Relations), Ms Shannyn Leach (Director of Business Operations and Company Secretary), Mr Peter Moran (Associate Director for Advancement), Mrs Sally Sadler (Advancement Coordinator) and Mrs Julie Cole (Board member).

1. Welcome and Introduction

The President welcomed everyone to the 2020 Annual General Meeting of the Foundation and introduced himself to those present.

2. Apologies

A list of 33 apologies was tabled. It was noted that one of those apologies came from Mrs Lauren Betts (Board member), who gave birth to her third daughter a few days ago.

3. Confirmation of Minutes of 2019 Annual General Meeting held on 20 February 2019

It was noted that the minutes of the 2019 AGM had been distributed to members.

IT WAS RESOLVED unanimously on the motion of Richard Carr and seconded by Anna Webb that the minutes of the 2019 AGM be accepted.

4. Business arising from the Minutes

It was noted that there was no business arising from the previous Minutes.

5. President's Report

The President referred to his written report that was made available via the Foundation website prior to the Annual General Meeting and will take it as read. Mr Hutton drew attention to the following:

- The completion of major commitments to the school for the purchase of Collins House (\$2m) and for the development at Junior School (\$5m). This completes the most significant contribution to the school since the incorporation of the Foundation in 1987.
- More visible contributions we make to the school each year come in the form of the Principal's Project which this year will be the refurbishment of the Cloisters Classrooms. In previous years we have contributed to the pathway around Mackie Oval and the refurbishment of Mackie and Mossgiel.
- Other visible contributions include the support we provide to staff through the Foundation Fellowship which is awarded each year.
- We have just committed to purchasing 8 keys in the school's 88 Keys Project which will enable the school to purchase a Steinway Model D grand piano.
- The Fyansford property at Merrawarp Road has a new tenant who cropped the land last year. He has the weeds under control and has fixed the fencing. We have recently inspected the land with members of the school leadership looking at planning and how this land could be used and developed in the future.
- The property at Fyansford was recently re-valued to assist us in borrowing funds to loan to the school.
- Suzanne Mockridge resigned from the Board in October 2019 and Anna Webb has been appointed to the Board today as a casual vacancy filling Suzanne's rotation.
- It is my intention not to seek re-election as President of the Foundation in 2021.
- Thank you to the Foundation Board who give up their time willingly and freely to attend meetings and debate issues throughout the year. Many thanks to Dr Hugh Seward and Dr Peter Miller for their support and assistance during the year, they are key participants in the activities of the Foundation. Thanks also to College staff, Sally Sadler, Peter Moran, Mike Howell and the Company Secretary Shannyn Leach for all the work they do to assist the Foundation.

6. Investment Report – J A (Sandy) Hutton, Bell Potter Securities Limited

Mr Hutton gave a PowerPoint presentation on the 2019 Portfolio Review. Mr Hutton noted that this year's presentation is a little more complicated than usual due to the loan commitments we have provided to the school for Collins House and the Junior School Development. Key points were as follows:

- Portfolio total for year ended 31/12/19 – \$9,295,969
- Portfolio performance for the year (weighted) was +14.94%
- Cash and fixed interest make up 14.1% of the portfolio
- Portfolio comprises holdings in 32 companies
- The ten biggest holdings make up 61.1% of the total portfolio

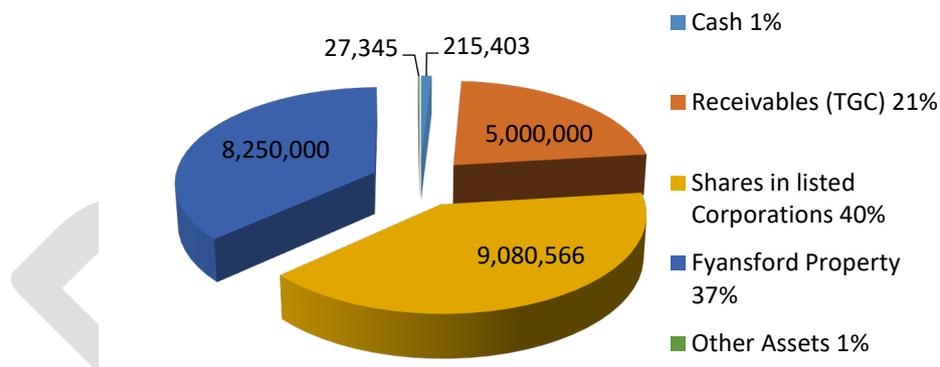
Mr Hutton did point out the negative impact the coronavirus has had on the market recently and that we may see rate cuts from the Reserve Bank as a result. Mr Tim Dennis asked about hedging overseas investments, however Mr Hutton advised that our holdings aren't big enough to justify. Mr Michael Betts sought clarification on the interest we are charging the school on the \$7m loan we have provided to them. Mr Hutton confirmed that we are loaning the school money at a very concessional fixed interest rate of 1.5% and we are paying an interest rate of around 2.8% variable on the loan the Foundation has from Westpac.

7. Financial Report

Ms Leach noted that an audit review of the accounts had been conducted this year by Moore Stephens which went very well. A clean audit report had just been delivered to the Board and the Financial Statements for the year ended 31 December 2019 had been signed off.

Ms Leach then gave a PowerPoint presentation on the Foundation's Financial Statements for the Year Ended 31 December 2019. In summary:

- Net asset position – **\$21,553,958**
- Total assets – \$22,573,314
- Total liabilities – \$1,019,356



- Net surplus for the year was \$4,371,763
- Operating Revenue was up by \$22,872 on last year, due to:
 - Dividends & franking credits exceeding 2018 due to Rio, BHP & WOW share buybacks, paid by way of dividends
 - Interest on loan to College increased \$10,206
- Non-Operating Revenue:
 - \$3,550,000 increase in the value of the Fyansford property.
 - The above offset by donations being \$18k down on 2018
 - Profit on sale of shares increased by \$678k on 2018 supporting loan to the College.
- Operating Expenses increased by \$39,735 on last year, due to:
 - Salaries and Super increased on 2018 due to a full year of support (half year in 2018)

- Savings on Fyansford property costs of \$15,141 on 2018 due to new leaseholder.
- \$11,409 increase in interest charge on Westpac loan.
- Non-Operating Expenses increased by \$30,323 on last year, due to:
 - A \$3,941 increase on 2018 in scholarships and a \$26,382 increase in contribution to College (incl. Fellowship, Steinway Key and educational support).

There were no questions arising from the Financial Report. Mr Hutton thanked Ms Leach and her staff for their continued support.

8. Other Business

Dr Hugh Seward wanted to take the opportunity to thank the Foundation for the wonderful support they have given to the school. The generosity of spirit and funding has helped the school consolidate finances whilst undertaking the development of the Junior School. The relationship between the Foundation and the College is of great value to the school and Dr Peter Miller reiterated this sentiment.

Dr Miller elaborated to say that the Junior School development was not only an exciting project for the school but also for Geelong and we couldn't have completed it without the Foundation's support. Dr Miller also mentioned the benefits the Foundation Fellowship has provided to staff at the College and updated the meeting of what some staff members have been able to achieve with the support of the Fellowship. He confirmed the relevance of the Foundation at the moment and how important their assistance is in providing funding for many projects as well as for scholarship assistance.

The President thanked those present for their attendance and interest in the Foundation and declared the meeting closed at 7.41pm.

Signed: _____
Chairman

Date: ____/____/____