

2024 NOTICE OF ANNUAL GENERAL MEETING

**MINUTES OF THE 11th ANNUAL GENERAL MEETING
OF NATIONAL TRUST OF AUSTRALIA (QUEENSLAND) LIMITED
HELD ON SATURDAY, 7 DECEMBER 2024 AT 10AM
CURRUMBIN WILDLIFE SANCTUARY, SIR WALTER CAMPBELL THEATRE,
28 TOMEWIN STREET, CURRUMBIN QLD 4223**

PRESENT:

Ms. Mark Townend (President/Chair)
Ms. Glenys Schuntner (Deputy President/Director)
Ms. Mellissa Brown (Director)
Ms. Fiona Gardiner (Director)
Mr. Stuart Lummis (Director)
Ms. Carolyn Parker (Director)
Mr. Garry Vistarini (Director)

Mrs. Jayme Cuttriss (Chief Executive Officer of NTAQ)
Mr. Ben Graziani (Chief Financial Officer/Company Secretary of NTAQ)

and

Other registered Members as outlined on the Members' Attendance Register¹

ATTENDEES:

Staff and Guests as outlined in the Guest Register (Appendix 1).

1. WELCOME

The Chair opened the Annual General Meeting of National Trust of Australia (Queensland) Limited and confirmed with Company Secretary, Ben Graziani that a quorum was present. The Chair acknowledged the traditional custodians of the land, the Yugambeh language group. The Chair then provided a general overview of the format of proceedings for the meeting, including that he intended to call on Jayme Cuttriss (NTAQ CEO) to provide an update on the year's achievements for NTAQ and that the meeting would then move to the formal aspects as described in the Notice of Annual General Meeting dated 25 October 2024.

The Chair introduced the other Board Directors present at the meeting.

¹ There were 25 Members present at the meeting for quorum purposes (including NTAQ directors).

- ☐ Glenys Schuntner
- ☐ Mellissa Brown
- ☐ Stuart Lummis
- ☐ Stephanie Keays
- ☐ Carolyn Parker
- ☐ Garry Vistarini

Also, in attendance today are:

- ☐ Richard Watkinson, Managing Partner at HLB Mann Judd Auditors

National Trust of Australia (Queensland) Executive Team Members:

- ☐ Chief Executive Officer, Jayme Cuttriss
- ☐ CFO and Company Secretary, Ben Graziani
- ☐ General Manager Currumbin Wildlife Sanctuary and Hospital, Travis Couch
- ☐ General Manager Strategic Projects, Michael Kelly
- ☐ Head of Volunteer and Community Programs, Jane Jamieson

The Chair welcomed former Presidents Ian Galloway and Gina Palmer along with former Deputy President Dr Bruce Cook, other staff and volunteers of the Company that have attended today. The Chair thanked the members who have travelled, especially from Toowoomba, for attending today's meeting.

It was noted that apologies have been received for this meeting from NTAQ Members:

- ☐ Stephanie Keays – Board Director
- ☐ Jann Stuckey – NTAQ Life Member
- ☐ Jan Misfeld – NTAQ Life Member
- ☐ Leon Misfeld – NTAQ Life Member

This meeting is in compliance with the Corporations Act and Australian Charities and Not-for-profits Commission Act, formal and restricted to the matters set out in the Notice of the meeting.

After the meeting concludes, members were invited to enjoy the Sanctuary at leisure for the rest of the afternoon.

2. UPDATE TO MEMBERS BY PRESIDENT AND CEO

The Chair read members the President's Report from the 2023/24 Annual Report which is available in hard copy at the meeting or online on the NTAQ website and welcomed the opportunity to update members in person on the performance of the Company over the past 2023/24 financial year.

On behalf of the NTAQ Board, the Chair expressed gratitude to the NTAQ members, staff, volunteers, donors, supporters and partners for their unwavering commitment to the NTAQ causes which are vital to helping fulfil its charitable purpose.

The Chair introduced NTAQ CEO, Jayme Cuttriss, who spoke to the following areas for 2023/24 in her presentation:

The CEO provided members with:

A recap NTAQ Charitable Purpose which was established in 2014 and provided members with a summary of each of the NTAQ five strategic priorities detailing the progress made in 2024 and the industries that NTAQ is involved in: Tourism, Heritage Conservation, Training and Education, and Environmental Programs.

The focus for 2023/24 was presented to members along with a breakdown of revenue streams, number of staff, volunteers and training participants. The CEO noted that NTAQ has the responsibility to manage these assets and preserve and maintain a total asset value of \$122M.

A detailed summary of the volunteering programs in place across Queensland, with over 100,000 hours contributed to NTAQ with a value of \$3.65m. Recognising and acknowledging the contribution of volunteers to the business' success.

Further details of the Company including:

- 87 Community Training Programs underway
- 19,909 NTAQ Members
- 575,000 visitors across all properties
- 42,000 education participants
- 536,402 guests visited Currumbin Wildlife Sanctuary
- 180,942 international guests visited Currumbin Wildlife Sanctuary
- 261,954 local guests visited Currumbin Wildlife Sanctuary

A highlight of the significant awards won in 2023/24:

Queensland Tourism Awards: Major Attraction

- Gold Winner 3rd year in a row
- Hall of Fame

National Tourism Awards: Major Attraction

- Silver National Award Winner

Queensland Training Awards: Medium Employer

- Gold Award Winner

The CEO also announced that last week Currumbin Wildlife Sanctuary was awarded Gold in the Queensland Tourism Awards for Best Cultural Tourism Attraction.

New attractions opened at Currumbin Wildlife Sanctuary in 2023/24 were presented, Outback Springs – farmyard animals, as well as new and improved enclosures for rock wallabies, wetlands and crocodile viewing. The Homestead event space was opened as another revenue stream from events and weddings.

For Currumbin Wildlife Hospital, there were 13,868 wildlife admissions, 387 being koalas, demonstrating the high volume of animals in need of care. This speaks to the hospital's critical role in supporting Australian wildlife.

In addition, over 400 koalas were vaccinated, which is crucial in efforts to combat diseases like chlamydia that threaten the koala population. It is promising to now see third generation joeys being born in the Gold Coast region. The hospital invested 7,584 research hours, indicating a strong commitment to advancing wildlife health knowledge and conservation practices through scientific research to improving rehabilitation techniques and better understanding the needs of native wildlife.

The Sanctuary employs conservation specialists who work on programs designed for breed-to-release initiatives. Examples of successful releases mentioned are:

- Tinkerfrogs: a conservation success story involving the release back into the wild of this critically endangered species
- Eastern Bristlebirds: another successful release, which shows the Sanctuary's involvement in the recovery of species at risk of extinction

For heritage conservation there has been a focus on increased spend for the maintenance of NTAQ's heritage properties, and a significant effort made to maintain the grounds and site surrounding these properties. Improvements made to the rooves at Royal Bull's Head Inn and Wolston Farmhouse and the front entrance and improved visitor experience at Cooktown Museum are now completed.

NTAQ continues to implement its Innovate Reconciliation Action Plan through several initiatives.

The CEO concluded her presentation by speaking to NTAQ's 2025 key priorities in particular noting that opening of a Brisbane office is key. This opening has been delayed due to a breakdown in communication with The Star but there is hope of a suitable outcome in line with the Memorandum of Understanding which is still in place. Also, a new Night Walk experience is planned for Currumbin Wildlife Sanctuary to open in March 2025 to diversify revenue and provide an alternative offering to guests visiting the Sanctuary.

To promote cultural events, NTAQ is in partnership with the Australian Heritage Festival and Brisbane Open House. The pre-Covid pandemic Trust Talks and Heritage Awards will be reinstated in 2025.

The Chair thanked the CEO for her presentation and moved onto the formal part of the meeting.

3. NOTICE OF MEETING

The Notice of the Annual General Meeting dated 25 October 2024 and issued to members on 31 October 2024 was tabled and taken as read.

4. MINUTES OF PREVIOUS ANNUAL GENERAL MEETING

A record of the minutes of the previous Annual General Meeting held on 2 December 2023 had been provided to members in the Notice of Annual General Meeting. The Chair asked for a member to move a motion that the Minutes of the previous meeting held on 2 December 2023 be adopted as a true record. Graham Chesterman moved the motion and Stuart Lummis second the motion. The motion was carried.

Resolved

The Minutes of the 2023 Annual General Meeting of NTAQ held on 2 December 2023 were adopted by members present as a true and accurate record with minor grammatical errors to be corrected.

The Chair advised as stated in the Notice of Meeting there is one Resolution for members to vote on at today's Annual General Meeting.

The Chair advised the meeting will move to the business set out in the Notice and that at the end of the Resolution there would be an opportunity for members to ask specific questions about this Resolution. The Chair noted that there were no proxy votes received by the cutoff date of 11AM on 5 December 2024.

5. FINANCIAL STATEMENTS AND DIRECTORS REPORT

The Chair briefly spoke about the audited Financial Statements for the year ended 30 June 2024, comprising of the Directors Report and the Independent Auditor's Report from by HLB Mann Judd which under The Corporations Act and Company Constitution are required to be laid before the Annual General Meeting. The Chair advised that there is no requirement either in the Corporations Act or the Company's Constitution for members to vote on, approve or adopt these reports. These reports were made available on the NTAQ website on 1 November 2024.

As per the audited Financial Statements the Company has posted a net operating profit before depreciation and non-operating items of \$4.4M for the year ended 30 June 2024. This represents an increase of \$200k from the previous year.

The Chair highlighted to members that the Company has once again significantly improved its financial position over the year to 30 June 2024 with total net assets increasing from \$102M to \$110M. The strong financial position of the company allowed further capital investments of \$10.2M to be made in further enhancing the properties and visitor experience for guests and members.

The Chair acknowledged the efforts of the CEO and leadership team, staff, and volunteers for managing the tourism recovery over the past two financial years that has far exceeded expectations and has put the company in a very sound financial position as evidenced in the audited Financial Statements. This provides a solid platform for NTAQ to continue investing in its mission-based programs and supporting essential maintenance programs across its properties in Queensland.

The Chair invited questions from the floor, none were received.

6. ANNOUNCEMENT OF RESULTS OF THE 2024 DIRECTOR APPOINTMENTS TO NATIONAL TRUST OF AUSTRALIA (QUEENSLAND) LIMITED BOARD

The Chair advised that as per the Notice of Annual General Meeting a secret online ballot for Director elections was held prior to the Annual General Meeting to fill four vacancies on the NTAQ Board. Vero Voting, an independent election company, managed the election process. Prior to the online ballot and pursuant to rule 8.4 of the Constitution non-conflicted members of the Nominations and Governance Committee recommended to the Board on 27 September 2024 meeting that five candidates, with the required skills and experience, be put up for election by members to fill the four vacant Director positions.

The secret online ballot opened on Friday 11 October and closed on Sunday 3 November.

The declared results received by Company Secretary, Ben Graziani from Greg Mitchell, Returning Officer at Vero Voting on 5 November 2024 showed that Mellissa Brown, Glenys Schuntner and Garry Vistarini were successfully reelected as Directors for a second term as Directors. The declared results also showed that Fiona Gardiner was elected as a new Director for NTAQ. The Chair congratulated Fiona Gardiner on her appointment as first term Director and wished all the elected Directors success for the next three years.

The appointments to the Board are for a 3-year term commencing at the end of the 2024 Annual General Meeting.

The Chair announced that he and Glenys Schuntner has been re-elected by the Board on 22 November as NTAQ President and Deputy President, respectively for 2025.

The Chair announced that Stephanie Keays, Board Director for the past three years, decided not to stand for a second term and therefore retires from the

Board at end of this Annual General Meeting.

7. Honorary Life Members

The Chair advised that in 2021 the NTAQ Board worked on a new Honorary Life Member program to recognise outstanding commitment to conserving, protecting, and celebrating Queensland's environmental, built and cultural heritage. This program acknowledges and thanks the recipients for their achievements and contribution to the National Trust in Queensland. Recipients are required to have demonstrated exceptional work to support and influence the direction of National Trust in Queensland. Nomination is open to any living Australian or permanent resident for an award, but it must be seconded by a full current member of the National Trust of Australia (Queensland).

The Chair announced that this year the National Trust of Australia (Queensland) Board has awarded Honorary Life Membership to Jann Stuckey for over 30 years of support to both NTAQ and Currumbin Wildlife Sanctuary.

Unfortunately, Jann Stuckey could not be here in person today but sends her appreciation of being awarded this accolade.

8. Ordinary Resolution – Appointment of Auditor

Resolution 1

To consider and if in favour pass the following ordinary resolution:

“That, for the purpose of section 327B (1) of the Corporations Act, HLB Mann Judd Assurance GCNC Pty Ltd having been nominated by a member and consented in writing to act as an auditor of the Company, be appointed as auditor of the Company, effective from end of AGM”.

The Chair moved to put the resolution to members for a vote on show of hands, reminding members that 50% was required to pass.

Based on a majority show of hands, the Chair declared the resolution as carried.

The Chair advised there were no further resolutions for consideration and therefore that concludes the formal business of the meeting.

The Chair invited questions from members on this Resolution – no questions were asked.

9. GENERAL BUSINESS

Alex Griffiths Significant Achievement Award

Before moving onto inviting members to ask general questions, the Chair took today's opportunity to announce this year's Alex Griffiths Significant Achievement Award for Outstanding Contribution. This announcement is normally carried out at the Staff and Volunteers Annual Christmas celebration along with other significant

awards but unfortunately the recipient was unable to attend this event.

The Alex Griffiths Significant Achievement Award is a perpetual award awarded annually to one team member either staff member or volunteer who has contributed significantly to the Sanctuary for more than 10 years. This award is awarded to one individual who contributes to the holistic nature of the Sanctuary and upholds the values and ethos of the Sanctuary. The perpetual trophy is engraved with the names of previous annual winners.

The Chair announced that this year's winner of the Alex Griffiths Significant Achievement Award for Outstanding Contribution has been awarded to Dr Bruce Cook OAM.

Dr Bruce Cook thanked the Board and Management for this award.

As part of the acknowledgement Dr Bruce Cook recommended that the Board focus their strategic thinking on the Currumbin Wildlife Sanctuary wildlife collection over the next five to ten years. Including the reptile enclosure, Lost Valley exotic species, echidna displays and the introduction of a platypus habitat.

The Chair noted that this topic will be added to the Board's strategy session taking place on 31 January 2025.

The Chair invited questions from the floor regarding any issues or activities of the Company.

Ruth Wood, Heritage Architect, stated there is a need for continued or renewed advocacy for heritage preservation, NTAQ should not just focused on Currumbin Wildlife Sanctuary but across Queensland's built environment, ensuring that key buildings and historical places are protected in the face of modern challenges. Ruth asked if NTAQ will now take steps to advocate for better heritage outcomes for Queensland buildings of interest as previously conducted by the National Trust in the 60's, 70's and 80's.

The Chair noted that Currumbin Wildlife Sanctuary is the flagship of the organisation but is turning its focus back to advocating for the protection of Queensland's heritage. However, stating that NTAQ will not enter arguments with local government but will advocate for special places of interest.

Terry Hutchinson noted that she did not hear advocacy being emphasized enough and called for NTAQ to place stronger emphasis on actively advocating for the preservation of heritage buildings in Brisbane. Stating that advocacy is seen as a key aspect of NTAQ's mission, and suggested that this should be the focus moving forward. Terry was encouraged to see that Trust Talks are being brought back as this is great forum along with Heritage Awards. Terry asked what the schedule was for Trust Talks and the opening of a Brisbane office in 2025.

The Chair noted that the delay in opening a Brisbane office is due to difficulty in communicating with Star Entertainment management with their priority being focussed on completing the Queen's Wharf precinct and internal restructuring following a licence review by Qld Government. Using an alternative office in Brisbane would not be ideal or financially viable. The best option for NTAQ is in the

Queen's Wharf precinct as per Memorandum of Understanding (MOU) in place with Star Entertainment.

The CEO added that the Leadership Team shared the frustration of members, however NTAQ would prefer to have a signature flagship office in Brisbane in the State Library Building, but The Star are still utilising this building and have not indicated when they plan to move out. The CEO confirmed that the Trust Talks will be a series of events taking place throughout Queensland during 2025.

Ian Galloway asked if the exhibition place was still incorporated in the MOU with The Star as this would be a terrific opportunity to offer heritage advice and be the centre piece for NTAQ. The CEO confirmed that three floors and an exhibition space is part of the MOU.

The Chair noted that the Board and Management are committed to pursuing this with The Star with the hope that this is not a question to be asked again at the 2025 Annual General Meeting by members.

Sylvia Middleton asked if there would be an opportunity to live stream this meeting next year to allow remote members to join. In response, the Chair noted that this technology will be utilised for the 2025 Annual General Meeting.

10. MEETING CLOSED

There being no further business or questions the Chair declared the meeting closed at 11:11AM and expressed thanks for the work of the CEO and Company Secretary in organising the Annual General Meeting, along with the other NTAQ staff.

I confirm these minutes as a true record of the Annual General Meeting of National Trust of Australia (Queensland) Limited held on 7 December 2024.

.....
Mark Townend AM
NTAQ President

Date:.....

APPENDIX 1**NTAQ ANNUAL GENERAL MEETING GUEST REGISTER 7 December 2024****NTAQ MEMBERS**

	First Name	Surname Name	Member No:	Comments
1	Carolyn	Parker	1065294	Director
2	Dr Bruce	Cook	1003118	
3	Emma	Kerrison	1114308	
4	Elaine	Hill	27800968	DID NOT ATTEND
5	Fiona	Gardiner	1072150	Director
6	Garry	Vistarini	1073489	Director
7	Geoffrey	Middleton	1105628	
8	Gina	Palmer	1018079	
9	Glen	Palmer	1075934	
10	Glenys	Schuntner	1040981	Director
11	Graeme	Chesterman	1002312	
12	Helen	Moloney	1005029	
13	Jeff	Coutts	1005009	
14	Karen	Hart	1055730	
15	Leah	Gabriel	1051076	DID NOT ATTEND
16	Lynne	Bristow	1009610	
17	Mark	Townend	1065293	Director
18	Mellissa	Brown	1074417	Director
19	Peter	Moloney	1005030	
20	Ros	Bannerman	1016557	
21	Ruth	Woods	1008414	
22	Sandra Jill	Snell	1106422	
23	Sean	Triner	1030695	DID NOT ATTEND
24	Stephen	Bristow	1009608	
25	Stuart	Lummis	1012840	Director
26	Sylvia	Middleton	1105629	
27	Terry	Hutchinson	1051879	

Guests (Non-Voting)

	First Name	Surname	Comments
1	Richard	Watkinson	HLB Mann Judd