



ROYAL AUSTRALIAN ARTILLERY HISTORICAL COMPANY

**Minutes of the
RAA Historical Company's 18th Annual General Meeting
Sydney Harbour Federation Trust Headquarters' Board Room
28 Best Avenue, Georges Heights 2088
on Saturday 15th October 2016
At 1030**

1.0 Opening and Attendance. The Chair opened the Meeting at 1035 hours and welcomed members. He noted many had travelled long distances and expressed his appreciation for supporting the Company by attending AGM.

In attendance were: John Cox, Robert Dick, Tim Ford, Nick Floyd (from 1115), Brian Hall, Peter Hartup, Peter Lawrence, John Loftus, Richard McNeill, Robert McNeill, John Rehn, Danny Toplis, Peter Webster and Vince Williams (total 15).

2.0 Apologies and proxies. The following apologies were received: Ian Ahearn Peter Bruce, George Caruana, Schon Condon, Jason Cooke, Cliff Dodds, Steve Gower, John Macpherson, Laurie Manning, Roy Mellior, John Morkham and Peter Tedder (12).

3.0 Minutes of the Annual General Meeting held on 17 October 2015

3.1 The Minutes were reviewed and accepted.

3.2 Motion:

That the Minutes of the Annual General Meeting of the RAAHC held on 17 October 2015 be accepted as a true and accurate record of the meeting."

Moved by Vince Williams, seconded Peter Hartup and carried.

4.0 Review Matters Arising from the Minutes of the 2015 AGM

4.1 No matters were raised from the Minutes. The Chair advised his report would address matters that were ongoing from the previous AGM.

5.0 Chair's Report.

5.1 The Chair noted his full report had been published on the RAAHC Website (<http://www.artilleryhistory.org/>) prior to the AGM. He summarised his report for the meeting.

5.2 RAAHC continued to support the activities of the RAA Regimental Committee, the RAA Head of Regiment and the RAA Representative Colonel Commandant and to work closely with a range of stakeholders, regional and unit artillery organisations and individuals. The Company had sought to increase its national reach, resolve ownership of the artillery collection at Bandiana and to progress a number of long-term activities including the RAAHC Research Centre and Australia's Memorial Walk. The RAAHC successfully continued to support the

Anzac Centenary activities through the RAAHC Anzac Centennial 18 Pounder Gun project and the RAAHC Firepower Seminar series.

5.3 He advised that achievements of the RAAHC had been detailed in the Financial Report for 2016 as well as being reported throughout the year in “Cannonball” and through RAAHC periodic “Airburst” newsletters. The plans for the next three years had been revised this year and were outlined in the RAAHC Corporate Plan FY 2016-19 (a copy of which had been included in the AGM Papers on the website.).

5.4 The Chair reported that the RAAHC had provided significant historical and heritage information services over the last year. The national artillery network and RAAHC information holdings had been used to provide this service, and to continually work to be ‘First for Knowledge on Australian Artillery’. He thanked the network of experts who assisted the RAAHC in this endeavour. In 2015 the RAAHC recorded volunteer hours, which exceeded 12,850. The Chair expected those hours had been matched again this year.

5.5 He noted the role played by the website, Cannonball and Airburst in distributing information. Particularly, he noted the webpage, “Gunners of Renown”, a selected Who’s Who of Australian Gunners, will shortly be published on the website.

5.6 The Chair re-iterated the current RAAHC policy with respect to its Artillery Collection is that the RAAHC did not wish to hold material items of the Collection; rather it wished to gift items to the Australian Artillery Museum, Sydney Harbour Federation Trust and other responsible organisations that would promote Australian Artillery, its history and heritage. Where items were surplus to all potential recipients, the RAAHC would dispose of the Collection through an objective commercial process after initially offering the items to members. At the same time, the RAAHC encouraged all Gunners past and present to continue to press that the new AAAM to be completed and opened as soon as possible. The RAAHC had agreed with the Australian Army History Unit those assets in the RAAHC collection that are appropriate to support this Museum and is in the process of finalizing their official transfer to the Army.

5.7 The Chair noted the development and naming of the Cutler Research Centre, the progress undertaken in digitising the library and the work commenced on cataloguing the Whitelaw Collection. For the use of this facility and the Registry building at North Fort he expressed his gratitude to Sydney Harbour Federation Trust. He noted the triennial MoU between the SHFT and the RAAHC would shortly be reviewed and renewed. While the details of the handover of the Australia’s Memorial Walk were still to be resolved he reported the AMW would be transferred to SHFT as part of the MoU.

5.8 He concluded by expressing his appreciation for the volunteers’ support, including Kevin Zehender, John Loftus, Peter Hartup and Danny Toplis in the Research Centre, the coordinating editor for “Cannonball” Terry Brennan, the Webmaster Graham Hampton plus Brian Armstrong, Chris Jobson, Peter Bruce and Jim Catchlove. He thanked all the RAAHC Directors, company officers and other volunteers for their significant contributions throughout the year. Finally, he offered a

special thank you to the Patron, Major General Steve Gower AO, AO (Mil), as well as to our Honorary Auditor Bill Neill and our Honorary Solicitor Paul Fordyce.

5.9 At the conclusion of the Report, questions relating to the methodology for managing the Whitelaw Collection were raised. It was agreed that while the majority of the Collection would be integrated into the library's general display, books of a unique nature would be held in the high value section of the Collection. Irrespective of uniqueness, the Whitelaw Collection items would be integrated into the database with a suitable identifying code and retained.

5.10 Motion:

"That the Chair's Report be received".

Moved by Peter Hartup, seconded Bob McNeill and carried.

6.0 Financial Statement, Financial Performance and Auditor's Report for the Year Ended 30 June 2016

6.1 John Rehn addressed the meeting advising he has assisted the Treasurer to prepare the 2016 Financial Statement. The Statement had subsequently been audited by the Honorary Auditor and was published on the Website for members to review prior to the AGM.

6.2 In financial terms, the Company returned a profit of \$2,286 compared with \$1,391 last financial year.

6.3 The total value of the Company had increased from \$1,578,859 to \$1,581,145 this year. This increase reflected principally donations received for the AC18P, but not yet expended (\$75,286).

6.4 The total current assets held were \$152,432 and the non-current assets were valued at \$1,510,690.

6.5 In summary the Company was financially sound and he noted that in the Directors' opinion, "there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable".

6.6 Motion:

"That the Financial Statement for the Year Ended 30 June 2016 be received".

Moved by Brian Hall, seconded Bob McNeill and carried.

7.0 Appointment of the Honorary Auditor

7.1 Motion:

"That Bill Neill of Frank Clue and Sons, Chartered Accountants be appointed the Company's Auditor for 2017".

Moved by Peter Lawrence, seconded John Cox and carried.

8.0 Amendment of the RAAHC Constitution

8.1 Peter Lawrence informed the meeting that the Constitution predated the Australian Charities and Not For Profit Commission (ACNC) administration of charities. The Company was required to report to both the Australian Securities and Investments Commission (ASIC) and the ACNC. Accordingly, minor amendments have been drafted to acknowledge the ACNC's role in the administration of the Company. Concurrently, the Board undertook to align electronic voting procedures and clarify the approval of a motion via email. The Board subsequently approved the minor amendments to the Constitution and recommended that it be referred to the 2016 AGM for members to consider and approve. The draft RAAHC Constitution (2013) with the minor amendments had been published on the website for review prior to the AGM.

8.2 Motion:

“That the RAAHC Constitution (2013) as amended by 2016 changes be approved and adopted”.

Moved by Peter Lawrence, seconded Brian Hall and carried.

9.0 Disposal by Sale of a Selection of the Collection – Stage 1

9.1 The Chair re-stated the RAAHC's long term strategy was not to hold material items but rather to gift them to the AAAM or similar body where they would be displayed for maximum benefit. Those items no longer required by Army, the Regiment or other bodies should not be held by the Company.

9.1 Peter Lawrence continued, noting that the Board had prepared a plan for the trial disposal of surplus items from the Collection for the AGM to approve. He reminded the meeting that the RAAHC Collection consisted of uniforms/embellishments, print, digital and materiel items. It was held mainly in two locations: AAHU, Bandiana and North Fort, Sydney, with a few items on long term loan to other organisations. He also stated that the procedure for the Board to dispose of items is proscribed in the Constitution and the By-Laws of the RAAHC; the Disposal Plan was consistent with these documents.

9.2 The proposed disposal procedure for the Blitz Chevrolet Truck, Searchlights (150 and 90 cm) and two Generators, a selection of embellishments, uniforms and books was:

- A summary of the items together with a photograph will be advised to all members, with an information email to HOR/AAHU, using the RAAHC periodical e-letter 'Airburst'. Expressions of interest will be taken.
- Any expression will be considered by the Finance and Governance Committee and, if compliant with the By-Laws and considered a reasonable offer, will be sold using PayPal invoice system.
- Remaining items will be placed for sale as follows:
 - Auction using Vickers and Hoad for general non-military items uniforms and embellishments;
 - Direct marketing for Blitz, and then Carsales.com;
 - Rare Book dealer for surplus rare editions of library books; and
 - Licenced Weapons Dealer for military equipment.

9.3 **Motion:**

“That the plan to dispose of surplus items of the RAAHC Collection be approved”.

Moved by Peter Lawrence, seconded Peter Webster and carried

10.0 **Election of Directors of the RAAHC**

10.1 Tim Ford advised the AGM that in accordance with the current Constitution two Directors had retired. He confirmed that the retiring Directors were standing for re-election. In addition, Brian Hall had been appointed by the Board as a Director since the last AGM and had presented himself for election to the Board at the AGM. There were no other nominations for directorship. The AGM was reminded that each nominee’s resume was published on the RAAHC website.

10.2 There being fewer Directors than the maximum of 15 required by the Constitution, the Chair enquired if there were any objections to the nominees prior to the motion to appoint the members. There was no objection.

10.3 **Motion:**

“That Schon Condon, Nick Floyd and Brian Hall be appointed Directors of the RAAHC”.

Moved by John Cox, seconded John Loftus and carried.

11.0 **Other Business**

11.1 The Chair opened the meeting to other business. There being no further business he thanked all for attending and closed the meeting at 1150 hours.

Tim Ford
Chairman

October 2017