

Draft MINUTES OF 42nd AGM of the Newcastle Art Gallery Foundation

held at the Newcastle Art Gallery, 6 pm 11 November 2019

1. Gael Davies, Deputy Chair of the Foundation opened the AGM and **welcomed** all attendees:

Gael Davies, OAM, Laretta Morton, Joshua Walsh, Dawn Mullane, Georgina Plenty, Prue Viggers, Ian Andrews, Mark Stephens, Matthew Endacott, Felicity Wardhaugh, Tony Cavanagh, Sharon Claydon, Suzie Galwey, Jenny Smyth-Davey

2. **18 Apologies:** Cathy Tate, John Tate, Patsy Withycombe, Liz Thwaites, Lindy Henderson, Robert Henderson, Camillie Hickey, Andrews Hickey, Cherry Craig, Megan Williamson, Bill Williamson, Jason Dun, Les Davies, Graham Mullane, Thomas Plenty, Claudia Hyles, Nancy Tapp, Linda McPhail

Proxies Received:

Nancy Tapp to Gael Davies, Claudia Hyles to Prue Viggers,

3. **Minutes of the 41st AGM, 12 November 2018 and minutes of the Extraordinary General Meeting held on 2 September 2019**

Copies of the minutes of the 41st Annual General Meeting, held 12 November 2018, and minutes of the EGM of 2 September 2019 were distributed to all Foundation members. Both minutes were put forward for consideration by Members

Motion: The minutes of the 41st AGM of the NAGF held 12 November 2018 be adopted.

Moved: Gael Davies Seconded ... Tony Cavanagh **Adopted All in favour**

Motion: The minutes of the EGM of the NAGF held 2 September 2019 be adopted.

Moved: Gael Davies Seconded ... Ian Andrews **Adopted-All in favour**

4. Business arising from the 2018 AGM minutes
Nil business arising

5. **Chair's Report:**

Gael Davies provided her report (attached) for the year since the 2018 AGM.

Motion: That the Chair's report for 2019 be approved

Moved: Gael Davies Seconded: Sharon Claydon **Adopted - all in favour**

6. **Treasurer's Financial Report.**

Josh Walsh explained relevant points

Income and Expenses

NEWCASTLE ART GALLERY FOUNDATION

Income
\$243,082







Dividends and Investments	\$136,439
Functions and Events	\$83,722
Donations Received	\$22,921

Expenses
\$120,743

Donations to NAG	(\$75,455)
Functions and Events	(\$29,143)
Administration of NAGF	(\$12,770)
Depreciation (non-cash)	(\$3,375)

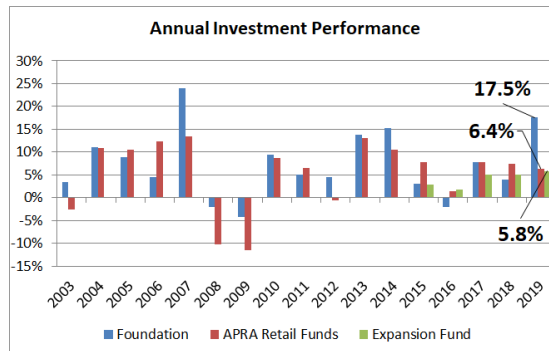
Investments and Governance

NEWCASTLE ART GALLERY FOUNDATION

-  Total Assets of \$2.6 million (prior year \$2.4 million)
-  Invested in a portfolio of cash and diversified equities
-  Includes \$1.3m held in trust for the Gallery Expansion
-  2019 portfolio return +17.5% trust, +5.8% expansion fund
-  Donations to the Foundation continue to be tax deductible
-  Complied with all ACNC, ATO and Audit requirements

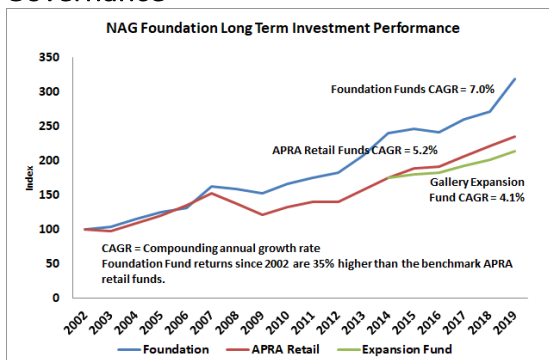
Investments and Governance

NEWCASTLE ART GALLERY FOUNDATION



Investments and Governance

NEWCASTLE ART GALLERY FOUNDATION



Motion: That the financial report be adopted

Moved: Josh Walsh

Seconded: Matt Endacott

Adopted - All in favour

7. Appointment of Auditors:

Motion: That Cutcher and Neale be reappointed the Foundation's auditors for the next financial year 2019/2020

Moved: J Walsh

Seconded

Mark Stephens **Adopted - All in favour**

8. General Business

Nil

9. Election of Board of Directors

Judy Hart and Tony Cavanagh are stepping down.

Gael Davies extended thanks for the magnificent contribution of Judy during her time on the board and as Chair. She also extended thanks for the outstanding work Tony has put in to the board and Governance and the Compliance committee.

Prue Viggers, President of the NAG Society, conducted the elections

Nominations received:

Dawn Sylvia Mullane (Governor or Trustee Director)

Carmel Gael Davies, OAM, (Fellow Director)

Joshua Paul Walsh (General Member Director)

Mark Avery Stephens,

Ian Bruce Andrews

Georgina Wyoming Plenty

Susan Galwey

Felicity Helen Theresa Wardhaugh (Open Directors)

10. Confirmation and welcome to new Board of Directors

The nominations of the above to the Board were accepted-all in favour, by show of hands. . Invited directors are appointed by the Board to fill specific skillsets. Matthew Endacott will continue as an Invited Director.

The Board is required by NAGF Constitution to meet within 2 weeks of the AGM to elect the Executive.

11. General Business. Nil

12. Cultural Director's Report

Given by L Morton, Manager NAG. The report is attached
The attendees were then invited to refreshments.

Meeting closed: 6.30 pm

AGM 11 November 2019

Chair's Report – given by Deputy Chair, Gael Davies, OAM

Once again, as of last year, this report covers the success of the Foundation for the calendar year 2019.

Actions to generate additional funds and grow and diversify our membership base, strengthen relationships with all stakeholders and build our profile as a trusted and independent organisation have been successful. Our increasingly growing focus is to actively support the Newcastle Art Gallery expansion.

The 2019 Board and Committees

Board – Judy Hart (Chair), Gael Davies (deputy Chair), Josh Walsh (Treasurer) and Dawn Mullane (Secretary), Ian Andrews, Tony Cavanagh, and Georgine Plenty, Mark Stephens were joined by new board members this year – Matt Endacott, Suzie Galwey and recently Felicity Wardhaugh.

Fundraise and advocate for the Newcastle Art Gallery

Expansion Committee

Building on principles set in place by Conor McCarthy and Judy Hart in 2018, Matt Endacott joined the committee after Conor retired. Their work this year has formed the basis for a new focus from the Board on gallery expansion

Actions to Generate Additional Funds

Our funds have grown thanks to the prudent management of our F&I committee. We are grateful to Nick Wright from Ord Minnett who has joined the committee which includes Mark Stephens as Convenor, Josh Walsh, Robert Henderson and Judy Hart. Details of the F&I Committee's achievements are:

F&I Committee

1. Achieved investment returns of 17.5% for the Foundation Fund. (\$1.284M)
2. Achieved a return of 5.8% for the Gallery expansion Fund. (\$1.305M)
3. These compare with the benchmark APRA Retail funds return of 6.4%.
4. The Expansion Fund continues to be invested with a greater focus on capital protection. With 50% of the portfolio in cash the returns are reduced.
5. Since 2002 the Foundation fund has delivered 35% above the APRA Retail funds with a compounding annual growth rate of 7% vs APRA at 5.2%.
5. This year the F&I committee was joined by Nick Wright from Ord Minnett who has brought a wealth of knowledge and expertise.

6. With the fund value increasing the F&I Committee is looking at improved methods for managing risks.

Our treasurer will outline in detail funds generation success to the Foundation later tonight

Our functions provide modest additional funds.

Grow and Diversify our Membership Base

The Foundation's M&D Committee provides opportunities for Foundation members and their friends to socialise and support the goals of the Foundation and its function. Hard working M&D Committee convenors Ian Andrews (responsible for the website) and Georgina Plenty (responsible for Functions) have been ably supported by their talented committee – Suzie Galway, Lisa Robinson, Judy Hart, Gael Davies, Matt Endacott and Dawn Mullane.

- Sodeisha/Hamada Private viewing – organised by Dawn
- Virginia Cuppaige Preview – organised by Georgie and Gael
- Darwin Tour – great success, organised and run by Ian Andrews with guide Kate Croll
- Smaller & Smarter Cities event –organised by Matt. Business people in the region, state and internationally met our Gallery Director Laurreta Morton, and the Board for a drinks and nibbles event during their Symposium held in Newcastle. Business leaders were impressed with the gallery and standard of the exhibitions. Many locals were visiting for the first time.
- Paint the Town Red cocktail event – organised by Suzie and Lisa – This event was a bit of fun with the Director and Georgie Plenty selecting the best dressed outfits Hors d'oeuvres and wine and dessert bar designed by former Masterchef winner Reece Hygnell were appreciated by all

We have attracted 9 new memberships this financial year and are hopeful of more memberships as a result of our latest function . These events have also generated a greater awareness of the Foundation and its role in supporting the Newcastle Gallery.

Strengthen Relationships with all Stakeholders and Build our Profile as a Trusted and Independent Organisation.

Our functions provide a platform to strengthen relationships with the gallery and its staff, the City of Newcastle CEO, and its directors. Our goal to target the business community was achieved with our Smaller & Smarter Cities function. Additionally, Judy's representation on the Lord Mayor's Expansion Working party chaired by Cathy Tate strengthened significantly our increasingly growing focus to actively support the Newcastle Art Gallery expansion.

An increase in the number of new members and their friends attending our functions are a testament to the growing awareness of the Gallery as a major cultural institution in our city. We have sought to expand the demographic of our Board and Foundation membership and thanks to our younger board members, have attracted a number of younger members.

Our growing profile in the community has been driven by positive publicity – and a growing social media presence through Instagram. Our close relationship with the gallery staff and Laurreta's

reporting of our functions though the NAG website and social media have also assisted. Our thanks to NAG staffer Ben Gallagher, for coordinating our staff functions during 2019. Relationships with the Council continue to strengthen with the implementation of the new Constitution.

Governance & Compliance

Started the year with the Skills succession survey. This built on the 2017 identified skill gaps and resulted in the recruitment of Matt, Suzie, Lisa and Nick to the Board and committees.

Our Constitution was approved at an EGM in September. Tony and the G&C committee have worked tirelessly in 2019. We would particularly like to thank Tony Cavanagh for his mammoth input into dotting every 'i' and crossing every 't' and leading the G&C committee in bringing this to fruition. The Constitution was ratified by Council lawyers and checked by an independent legal team. At an EGM on Monday 2 September, the membership ratified a motion to approve the new Constitution.

IT WAS MOVED that the amended Constitution of Newcastle Art Gallery Foundation in the form published on the Foundation web site and entitled 'proposed amended Constitution of NAG Foundation 2019' be approved . Judy Hart/Mark Stevens. **CARRIED**

The G&C committee will now monitor and maintain detailed compliance measures as required.

2019 Funds to the Gallery have enabled the acquisition of these artworks totally \$13,200:

Margaret Olley

King Edward Park, Newcastle c1970 ink and watercolour 37.0 x 46.5cm

\$10,350.00 (GST EXC.) (originally \$11,500.00 with 10% discount negotiated)

Lezlie Tilley

Thread like Vessel 2019 ink drawing on arches paper 76.0 x 56.0 cm

and

Black and white Vessel 2019 ink drawing on arches paper 76.0 x 56.0 cm

\$850.00 each - \$1,700.00 TOTAL (GST EXC.)

Kirrily Hammond

Swoon I not dated graphite and charcoal on paper 71.0 x 50.0cm

\$1,150.00 (GST EXC.)

Thank You

To our Director Laretta Morton for always supporting our initiatives, to City of Newcastle Council, to our members, and all Board and committee members – sincere and heartfelt thanks.

As the Constitution stands, all Board positions, except for the City of Newcastle Council representative, Councillor Jason Dunn, are vacated every year at the AGM. Tony Cavanagh and Judy Hart are stepping down.

Thanks to Judy who has led the Board and contributed to all committees so magnificently. We are very sad to see her leave. She has asked us pass on this message:

From the Outgoing Chair – Thank You

Since becoming Chair, during the difficult times for the Foundation in 2014, I have had invaluable and much appreciated support from the Foundation Board, members of the Foundation and the Newcastle Art Gallery staff. It has been a pleasure to work with everyone who has had the ongoing welfare of the Gallery as a primary goal.

The Gallery is the “jewel in the crown” of Newcastle City Council’s assets. Newcastle can be justifiably proud of the Gallery’s growth and the hard work that has been done over the years to augment its amazing collection. The Foundation has made a significant contribution to this.

If Newcastle is to be a truly liveable city, the Gallery’s expansion is worth fighting for and, although no longer on the Board, I will continue to advocate strongly for it. I am sure our “dream” will become a reality in the near future.

I give the 2020 Board and the new Chair all my best wishes– the Foundation is in very efficient, professional and capable hands.

Please accept my apologies for not running my last AGM as Chair. I hope to be back in the Gallery next year.

Priorities for 2020

Our focus for 2020 is Fundraising for Expansion and Succession Planning to sustain our Board. Strategies are being put in place to achieve these goals. We are committed to ‘getting the job done’ this time.

Gael Davies, OAM

Deputy Chair, Newcastle Art Gallery Foundation

11 November 2019

DIRECTOR REPORT - FOUNDATION AGM 11 November 2019

Thank you to the Foundation Board for inviting me to report on the Gallery's annual achievements. It is wonderful to be here surrounded by the beautiful *WISH YOU WERE HERE* exhibition featuring 21 works of art from our substantial collection that span more than 200 years from 1813 through to 2018. The exhibition includes 4 local artists and works gifted through the Foundation: Ryan Hoffmann's *Murdering Gully, Glenrock*, Mandy Martin's *Folly*, Philip Wolfhagen's *View to the past* and a very recent acquisition - Margaret Olley's *Kind Edward Park*.

Since January our annual attendance has continued to increase, this reflects the diversity and strength of our exhibitions and the 154 targeted audience programs delivered by the Gallery team. The high-quality exhibitions this year again drew heavily from the Gallery's collection and showcased local, national and international artists. Now just to refresh our memories - we presented:

- *FLORIBUNDA: from the collection*
- *SODEISHA: connected to Australia*
- *VIRGINIA CUPPAIDGE: the nature of abstraction*
- *JAMES DRINKWATER: the sea calls me by name*
- *KILGOUR PRIZE 2019*
- *INTRODUCING: from the collection*
- *ROBERT DICKERSON: off the canvas*
- *WISH YOU WERE HERE: Landscapes from the collection*

We are currently installing upstairs our summer exhibition *BETWEEN TWO WORLDS* which celebrates Australian artists with Chinese heritage. I hope you can join us this Saturday for the opening weekend panel discussion with guest curator, Catherine Croll and 3 of the exhibiting artists.

With the ongoing support of the City of Newcastle, the Art Gallery Foundation, Art Gallery Society, Volunteer Guides, our donors and lenders, the Gallery has been able to acquire some outstanding acquisitions for the city's art collection.

Since January we have secured 96 works of art by artists Abdul-Rahman Abdullah, Toby Cedar, Tamara Dean, Takashi Hinoda, Satoru Hoshino, Robert Jacks, Helen Johnson, George Johnson, Jennifer Keeler-Milne, Deborah Kelly, Roger Kemp, Rokubei Kiyomizu, Emily Kame Kngwarreye, Kenji Kusaka, Alun Leach-Jones, Owen Leong, Glen Mackie, Dani Marti, Billy Missi, Wentja Morgan Napaltjarri, Margaret Olley, Louise Olsen, Stephen Ormandy, Rodney Pople, Dick Roughsey, David Serisier, Lezlie Tilley, Alick Tipoti, Barbara Tribe, Kenji Uranishi, John R Walker and Patricia Wilson-Adams.

Through the Foundation's administration of the Gil Docking Drawing Fund - 4 works on paper by female artists Kirrily Hammond, Margaret Olley and Lezlie Tilley were also purchased for the collection.

The Gallery's active external loans program continues to share our collection with institutions across the nation. In the past year - 46 works of art have been loaned to 7 institutions for 9 exhibitions including GOMA's recent major *Jon Molvig* and *Margaret Olley* surveys - further testament to the breadth and significance of Newcastle's collection.

As Director of the Gallery I am extremely proud of the quality of our ambitious exhibitions, programs and events that we continue to successfully deliver for our community working within the constraints of a 42year old building - just think what we could do in an expanded modern facility!

Thank you again to the Foundation and to you all for your continued advocacy and support of our Gallery and finally none of this year's achievements would have been possible without the ongoing dedication and professionalism of the talented Art Gallery team.

Lauretta Morton Director