Jewish Care (Victoria) Inc.

ANNUAL GENERAL MEETING

ARN AO040705X

Thursday 28 November 2024, 6:00pm via Zoom

Recommendation:

That the minutes of the 2024 Annual General Meeting held on Thursday 28 November 2024 be ACCEPTED as a true and accurate record of the meeting.

Minutes

1 Welcome

Ms Lisa Kennett, JCV President and Annual General Meeting (AGM) Chair welcomed everyone to the virtual Annual General Meeting for 2024.

2 Acknowledgement of Country

The Chair acknowledged the traditional owners of the land.

3 Acknowledgement for Israel and the Israel Defence Force and the Release of Hostages.

The Chair acknowledged Israel and the Israel Defence Force and the recited the prayer for the Release of Hostages.

4 Apologies

The Chair noted a number of apologies and informed the members that a register of apologies was available on request.

5 Housekeeping

The Chair noted that members would vote on three Special Resolutions at the 2024 AGM and that members could raise any questions towards the end of the meeting.

The Chair confirmed that a quorum was present at the 2024 AGM.

7 Minutes of the Jewish Care (Victoria) Inc. Annual General Meeting held on Tuesday 28 November 2023

The Minutes of the Jewish Care (Victoria) Inc. Annual General Meeting held on 28 November 2023 were available to all members via a link on Jewish Care's website and the First and Second Notices of the AGM.

With no objections or comment forthcoming from Members, the Chair accepted the Minutes of the 2023 meeting on behalf of members.

8 Special Resolutions

The Chair noted there were three Special Resolutions presented to the 2024 AGM, the details of which had been provided to Members in the First and Second notices of the AGM.

Special Resolution 1

Members are hereby asked to consider the following amendments (noted in **bold**) to the Rules of Jewish Care (Victoria) Inc.:

1. Rule 14(1). Subject to rule 14(5) the affairs of the Association shall be managed by a committee of management comprising **up to** twelve (12) persons and shall be known as "the Board".

2. Rule 17(1). There shall be five to six (5 - 6) Officers of the Association comprising:-
   (a) a President;
   (b) a Vice-President;
   (c) if determined by the Board, **a second President or** a second Vice-President;
   (d) a Treasurer;
   (e) an Assistant Treasurer; and
   (f) a Board Secretary.

3. Rule 17(2). Each of the Officers referred to in the preceding sub-rule shall be appointed by the Board. The Board shall make such appointments at the first Board meeting after the relevant Annual General Meeting, that is to say, at the time when the said positions fall vacant. The Board meeting for the making of such appointments is to be held as soon as practicable after the relevant Annual General Meeting. If the Board appoints more than one **President or** Vice-President, the Board must also appoint one such **President or** Vice-President as the **President or** Vice-President to which rules 11(3), 11(4), 11(12), 11(13), **11(14)**, 18(6) and 30(3) apply, whereupon the references in each of those rules to the **"President" or** "Vice-President" shall be deemed to be references to the **President or** Vice-President so appointed.

Decision: With no objections or comments forthcoming from Members, Special Resolution 1 was ACCEPTED.

Special Resolution 2

Members are hereby notified that Mr Michael Schoenfeld, has served five (5) consecutive terms over a period of eleven (11) years. A Resolution to extend Mr Schoenfeld's term as a member of the Board will be put to the Annual General Meeting.

Decision: With no objections forthcoming from Members, Special Resolution 2 was ACCEPTED.

Special Resolution 3

Members are hereby notified that Professor Sharon Goldfeld AM, has served three (3) consecutive terms over a period of eight (8) years. A Resolution to extend Professor Goldfeld's term as a member of the Board will be put to the Annual General Meeting.

Decision: With no objections forthcoming from Members, Special Resolution 3 was ACCEPTED.

The members noted a comment from its cohort regarding the value of terms and tenure provisions, as stipulated in The Rules, given that there had been a Special Resolution to extend terms beyond those statutorily stipulations at the past three AGMs. In response, the Chair thanked the member for their comment and informed them that there will be a wholesale review of the Rules to ensure that they remain contemporaneous to the current purpose for which they exist.

9 Special Business

There was no Special Business presented to the 2024 AGM.

10 Election of the Board of Service

The election of the Board was officiated by the Chair.

The members noted up to four vacancies on the Jewish Care (Victoria) Inc. Board and those persons who were eligible for election and who had nominated for a position on the Board:

1. Professor Sharon Goldfeld AM
2. Mr Justin Greenstein
3. Mr Michael Schoenfeld

The Chair declared the nominees duly elected, unopposed.

11 Chief Executives Highlights

The Chair invited Adjunct Associate Professor Gayle Smith, Interim Chief Executive, to present her highlights from the past year.

The members noted the *Chief Executive's Highlights*.

12 President's & Chief Executive's Report, Treasurers Report and Annual Financial Statements

The President's & Interim Chief Executive's Report, Treasurer's Report and Annual Financial Statements were provided to all members via a link and on Jewish Care's website.

With no objections or comment forthcoming from members, the Chair confirmed the President's & Chief Executive's Report, on behalf of members.

12 Treasurer's Highlights

The Chair invited Ms Sharon Gdanski, JCV Treasurer, to present her highlights for the past year.

The members noted the *Treasurer's Highlights*.

With no objections or comment forthcoming from members, the Chair confirmed the Treasurer's Repot and Annual Financial Statements on behalf of Members.

13 Questions from Members

The Chair opened the floor to members for questions.

Notwithstanding the comment that had been provided following the Special Resolutions, there were no further questions or comments from members.

13 President's Acknowledgements

The Chair, as JCV President, thanked all members of committees, volunteers, staff and management for their wonderful contribution throughout the year and provided extended thanks to the AGM Project Team for its efforts in putting together a successful virtual AGM for 2024, especially Laura Marchese, Executive Officer.

The Chair further expressed immense gratitude toward retiring Board Directors, Ms Susie Ivany OAM, Mr Reuben Zelwer and Adjunct Associate Professor John Zelcer for their years of stewardship and extensive contributions over their tenures, 12 years, 6 years and 3 years, respectively.

Additional recognition was given to Susie Ivany, for her leadership as President from 2019 to 2021 and Reuben Zelwer as Assistant Treasurer from 2021.

Thanks were given to Gayle Smith, for her commitment, dedication and valued-based leadership to her role as Interim Chief Executive since March 2024 and finally, to the Members of the Association for their ongoing and loyal support to Jewish Care.

14 Meeting Close

The Chair declared the 2024 AGM closed at 6.35pm.