

Bridge Housing Limited
ABN 55 760 055 094

Minutes of the Annual General Meeting
Held on Wednesday, 20 November 2019
Redfern Community Centre
29 Hugo Street, Redfern 2016

Directors Present

Mark Turner (Chairman), Shirley Liew, Gary Milligan, Graham Monk, Dick Persson AM, Carolyn Scobie, Jill Hannaford

Apologies

Lynne Ready (Director)

In Attendance

As detailed in Attachment 1.

1. Meeting Opening

The Chairperson tabled a notice of annual general meeting of the Company and noted that due notice of the meeting had been given in accordance with the Company's constitution. Having confirmed that a quorum was present, the Chairman declared open the 2019 Annual General Meeting ("**AGM**" or "**Meeting**") of Bridge Housing Limited and welcomed members and guests to the Meeting.

2. Welcome to Country

The Chairman welcomed Mr Michael West to deliver a welcome to country.

3. Introduction by Chairman

The Chairman acknowledged the attendance by Councillors and partner agencies.

The Chairman introduced Directors of the Board.

The Chairman advised the Company's audit partner Mr Ian Hooper from BDO East Coast Partnerships was present and would be available to answer questions in relation to the financial audit.

The Chairman advised that he had received g10 valid Proxy Appointments from Members that appointed the Chairman to vote on their behalf.

4. Confirmation of the Annual General Meeting Minutes held 22 November 2018

The Chairman advised that a copy of the minutes of the Annual General Meeting held on 22 November 2018 was issued to all members on entry to the meeting. The Chairman then provided an opportunity for questions on the 2018 AGM minutes. There were no questions raised.

The Chairman signed the minutes as a true and correct record.

5. Meeting Procedures

The Chairman provided an overview of the proceedings of the meeting.

6. Chairman's Report

The Chairman tabled a copy of the 2019 Annual Report and Financial Statements and advised that the documents had been made available on the Company's website. It was noted that members would have an opportunity to discuss the reports during the course of the meeting.

The Chairman provided his report in reference to the highlights of the 2018-2019 year. The highlights included: the progress against the strategic plan; an update on the policy environment at the State and Federal levels of Government; governance in the organisation; and acknowledgement of all stakeholders.

7. Chief Executive Officer's Report

The Chief Executive Officer provided his report for the 2018-2019 period and the following key matters were noted: the ongoing delivery of the strategic and business plans; the business performance and sustained growth; the challenges ahead; the improvements in governance and operations; supporting our people; and the engagement with partners.

The Chief Executive Officer played a video on the positive impact of Bridge Housing on one of its tenants.

The Chief Executive Officer thanked the Bridge Housing team for their hard work and commitment.

Members were given a reasonable opportunity to ask questions about or comment on the Annual Report and the management of the Company.

8. Financial Statements and Reports

The Chairman called on Mr Monk, Chair of the Finance, Risk and Audit Committee ("**FRAC**"), to present his report on the audited FY2019 financial statements and reports.

The FRAC Chair noted that a copy of the Bridge Housing financial summary was included in the 2019 Annual Report and provided to Members at the meeting. It was noted that financial statements and reports for the financial year ended 30 June 2019 had been approved by the Board of Directors of Bridge Housing Limited and audited by BDO East Coast Partnership. It was further noted that the financial statements and reports were presented for consideration by the members and a resolution was not required. The FRAC Chair provided a verbal report on key matters in connection with the FY2019 financial statements.

The Chairman thanked the FRAC Chair, and declared that the 2019 Annual Report containing the FY2019 financial statements and reports were taken as read.

The Chairman provided a reasonable opportunity for Members to ask questions of management and the auditor in connection to the 2019 financial statements and auditor's report. There were no questions raised.

9. Re-Election of Directors

The Chairman explained that there two resolutions for consideration at the meeting and that in accordance with clause 7.8 and 7.13 of the Constitution he had determined to resolve each resolution by a show of hands. The Chairman introduced Mr Adam West, from the NSW Federation of Housing Associations, noting that he had been appointed as the Returning Officer for the purposes of determining the result of each resolution, and Mr West took control of the Meeting.

The Returning Officer introduced Item 7 of the Notice of Meeting and advised that this part of the meeting involved voting on the resolutions contained in the 2019 AGM Notice of Meeting and provided details of the proceedings. The Returning Officer explained that each of the resolutions would be considered separately.

Mr West advised the Meeting that the first resolution was in connection with Mr Gary Milligan, who was retiring in accordance with clause 8.4 of the Company's Constitution and was eligible for re-election. Mr Milligan sought re-election.

Members were provided a reasonable opportunity to ask questions about this Resolution. No questions were received.

Passed on a show of hands as an Ordinary Resolution:

“That Mr Gary Milligan, who retires in accordance with clause 8.4 of the Company’s Constitution and being eligible for re-election, be re-elected as a Director of the Company.”

The second resolution was in connection with Mr Graham Monk, who was retiring in accordance with clause 8.4 of the Company’s Constitution and was eligible for re-election. Mr Monk sought re-election.

Members were provided a reasonable opportunity to ask questions about this Resolution. No questions were received.

Passed on a show of hands as an Ordinary Resolution:

“That Mr Graham Monk, who retires in accordance with clause 8.4 of the Company’s Constitution and being eligible for re-election, be re-elected as a Director of the Company.”

The Returning Officer handed back control of the Meeting to the Chairman.

The Chairman thanked Adam West for acting as the Returning Officer and congratulated the re-elected directors.

10. Other Business

The Chairman provided an opportunity to raise other business, it was noted that no other business was discussed.

11. Close of Meeting

The Chairman thanked Members and Guests for their attendance and declared the formal meeting closed at **11:49am**.

Attendees were invited to join the Directors and Bridge Housing staff to stay for the guest speaker, Ms Helen O’Loughlin, Social Commissioner at the Greater Sydney Commission, for an insight into housing policy and strategy.

Minutes of Annual General meeting held 20 November 2019 confirmed correct.
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Chairman _____ Date: _____
