



BLAZING SWAN INC

Meeting Minutes
Blazing Swan Inc.
Special General Meeting

Date:	19th April 2020
Time:	14:00 - 16:00pm
Place:	The Swan's Nest - 38 Amhurst St Fremantle and Zoom Teleconferencing

Attendees:

Alana Meade	Colin Christensen	Karen Becker	Sharon Banks
Allan Allsop	Courtney Browne	Lewis Viljoen	Sonia Vivienne Thorp
Andre Georgieff	Daniel Taylor	Neesh Peacock	Steve Soames
Andy Marsh	David Latham	Nimmi Carlose	Stuart Porter
Anne Sorenson	Glyn Kernick	Nina Triche	Tim Viljoen
Anton Lord	Hana Priest	Noleen Ryan	Vaughan Edward Carlon

Bruce Garnod Holy Schulze Pasan Tennakoon Vida Barrett

Bryan Somerville Jane Hawdon Richard Morup

Clinton Matthews Justin Crawford Ryan Linkowski

Item and description

Minutes

Formalities	
Welcome and apologies	VB welcomed and opened the meeting at 2:16 Informed that meeting called due to event cancellation, and that much to talk about after cancellation, virtual blaze
Previous meeting/s minutes	Previous minutes moved by TV and Seconded by SB - Minutes Passed
Declaration of any conflicts of interest for items on current agenda	No conflicts declared

Item and description

Minutes

General business

Financial Statements

Nimmi began with sharing presentation screen
NC: Financial statements add up to April in order to gain accurate amount of money that is present.
NC presented the outlook with the proposed contingency funds of 15k resulted in 100k in surplus funds
NC went over challenges moving forward (refer to attached presentation)
NC went over actions to make savings such as nest lease and grants
HP asked to clarify the 100k in allocated as proposed for refunds. NC confirmed this was the case. HP suggested that it would be unwise to use that 100k in refunds in order to have a safe budget moving forward as a contingent. NC stated she sees the point especially considering 2020 blaze required paying bills from previous years, plan forward will be for membership vote. LM warned that moving forward with surplus will likely cause legal issues without refunding.
Stuart queried on nest tenants, VB confirmed this will be discussed later in the meeting, likely scenario is BSI will loose tenants due to it being storage space as opposed to operations center
BG/AM stated that the presentation will move forward as next item will answer many questions

Budget Forecast

SB presented her presentation, explaining it is a complex situation, explained summary of upcoming presentation
SB summarised ticket income and the ticketing curve across years and what was projected to be received in month following cancellation (refer to attached presentation)
SB summarised annual costs and identified what spent so far, what was saved and what needed to be re-spent next year (refer to attached presentation)

SB summarised projected future budget for next year but acknowledged delving into unknown
HP queried on making cost savings where you can, such as the 100k surplus, and queried if nest manager can be retained with the surplus. VB justified that BSI cannot be paid. SB confirmed that nest is operating at minimal capacity and is a complicated situation and confirmed it is not operating as a community hub.
SB continued with presentation with summarising goals moving forward in keeping the association alive and government assistance and reducing annual running costs (refer to presentation)
SB explained many government announcements in rent subsidies and other grants can not be relied upon as they have not yet been made into Law
SB explained situation with lotterywest grants and how they are focussing on crisis relief and will review info on arts projects such as Blazing Swan
GK queried on 12k insurance. SB answered that insurance covered association insurance and nest and that event cancellation insurance did not cover COVID19, and since policy was due week after cancellation, the money was paid. VB informed that it included bushfire cancellation which they were making a decision to cancel, as with public liability
DT queried theme camp grants, SB informed that 10k was allocated and 5k was paid out. VB explained that theme camps needed to be eligible and some theme camps did not complete paper work.
JH queried if 100k available why nest manager cancelled. SB informed that this was done in order to make maximum savings
CC suggested 50% reduction of Nest Manager in place of cancellation

Ticket refund and/or transfer options or ticket holders

SB explained situation with ticket refunds (refer to presentation)
SB presented ACCC advice regarding government cancellation and that terms and conditions do not allow refunds
PT explained situation regarding making reasonable efforts to compensate ticket holders.
VB responded that technically noone should be living at nest
RM queried nest manager payment but Ryan Linkowski given rent and bills and 2k per month.

JH asked if ticketholders can be compensated with membership, VB responded that the intent to have members who desire to be members in order to meet quorum

RL stated that it will cost 50k to move out of nest, VB acknowledged this CC queried if not for profit status clarified with ACCC PT responded that ACCC aware of not for profit status

RM queried if anyone requested tickets, VB responded that the proposal was opt in for tickets

GK asked if ticket can be credited to next year, VB responded this is not possible as budget will not meet next year

HP suggested that refunds will have risks with doing an opt in as many may apply even if not required. VB responded that this is possible but still required to go through options with membership in order to decide

SB continued with presentation and explained why insurance wasn't acquired due to cancellation prior to invoice date

SB explained that 100k surplus will give 20% refund for tickets, and explained options available including no refunds, partial refunds, discount tickets and waiting (refer to presentation)

SB explained that many in community offered to gift tickets and by asking community opt in for tickets can increase the % refund or credit

SB explained that there cannot be funds for employing people despite needing it

PT explained the implications on having 100k in the bank as to whether or not it is seen as a reasonable effort

AS pushed for keeping money in bank and that ACCC should see that as a reasonable effort as it is required to maintain risks to association

RM queried on nest future and getting out of lease. VB queried that there is no break lease clause and the full rent accounted for in budget, and will be discussed in next agenda item. RM queried costs of moving out, VB

explained this has not been worked out, but likely would be as costly as staying. NC added that full extent of work to leave nest hasn't been factored in as assets will need to be containerised and some sold, so question cannot be fully answered.

PT explained situation with situation for community regarding 100 ppl who are dissatisfied with the ticketing situation and explained impact for next year with dissatisfied ticket holders not returning
VB continued with presentation and passed to Nest

Future of the Nest

VB started to explain situation of future of the nest which accounts for 20% of operating budget (refer to presentation)
VB confirmed nest management contract has been dissolved and the nest is no longer operating as a community hub but still operates as a storage hub. Confirmed that are 4 people living at nest.
VB confirmed that current nest lease expires in September 2021
VB summarised net operating expenditure and income on table (refer to presentation)
DT claimed that reason nest was signed is due to 12% reduction in lease and not due to forced signing and that paying Nest Management contract brings more finances in than not. NC and VB clarified that nest management contract adds 2k per month to keep nest management contract in place
NC clarified that nest management contract increases expenses to 12k per month with only 4600 received, in addition to no longer operating as community hub, therefore strongly disagrees that nest brings income to blazing swan
RL clarified that not intending to continue payments post contract end dates, but wanted to clarify DT claim that Nest brings in money to BSI, confirmed that 34k brought in to nest last year. RL claimed that he wishes to apply to Job Keeper as sole trader and that is more sustainable for nest in having him looking after nest. RL further clarified that moving out of nest will be too costly due to lease cancellations and moving out costs. RL further added that nest is still operating despite cut down state
DL stated that he has looked into support offered by government in that nest profit loss is tied into rental reductions and that reduction of outgoings must also be passed onto tenant. DL further stated that these only applicable when employee has been stood down and not terminated. DL suggested that there is gap in communication between nest and committee and suggested

	<p>having representation in committee. VB responded that she had already negotiated 50% rent reduction with land-lord and suggested taking further discussion offline.</p> <p>CC stated that there would be serious risk in next years budget if budgeting on 2200 and that 100k is a high risk to lose even if a few hundred tickets not sold. VB acknowledged this</p> <p>HP clarified that ticket holders who get \$60 this year will still be unhappy. HP suggested giving free ticket to other event of equivalent ticket such as recombobulation. VB stated she likes the idea but an event for 1000 people and its difficult to organise given circumstances and unknown timeline of situation. HP In that case suggested PT proposal of giving partial credit for next year but at a reduced rate of 10%</p> <p>SB continued that purpose of this presentation was to give membership options, and reassured that money always going into the community and the main goal is minimizing ticket refund for survival or to appeal ticket holders</p>
Committee Executive positions becoming vacant	<p>VB stated that treasurer, chair and vice chair are going up for re-election next year and that these positions require volunteers before next AGM, including 5 ordinary committee terms</p>
Other Business Arising	<p>VB called for vote on ticketing condition. AL reminded that poll is completely anonymous. Comms released poll. Membership submitted votes</p> <p>Voting results showed majority for issuing no refunds</p> <p>CM raised to consider legal obligation of offering refund, and offering some compensation is a good covering. CM further explained that offering % next year by doing smoke and mirrors strategy for attracting tickets next year. CM raised concerns about those who may attempt to recoup funds through legal avenues. VB stated that some money has already been withdrawn through other avenues such as credit card disputes</p> <p>NT queried if committee thinking of what other avenues pursued by the committee. VB passed to PT, PT explained that only avenue is explaining situation to ACCC particularly with risks to future events</p>

RM suggested motion to give refunds in extenuating circumstances. SB stated that there will be challenges in determining extenuating circumstances HP suggested that 100k may be required if event next year does not go ahead. SB stated this is good contingency as there is possibility due to insolvency that committee members may not be able to continue as members of the committee

RM moved motion to give the committee the powers to award refunds in extenuating circumstances with a maximum pool of \$10,000, PT seconded, motion passed

LM raised that it could be better to prioritise theme camp leads who hold multiple tickets that were never sold to the general population.

VB stated that the 10k likely better suited to extreme cases and theme camps can be dealt with in next year ticketing. LM stated this can be unfair as people who do not complain and are in hardship may not be given refund

19/05/2020 EDIT: Further to the above motion Blazing Swan Committee moved motion for The committee only use the \$10000 discretionary pool of funds allocated by members at the SGM in the case of legal action being pursued against us if purchased tickets are not refunded and, for bank disputes that we lose and have no option but to refund. Motion passed by committee circular on 04/05/2020

DT expressed gratitude for the tough job carried by the committee

LM queried if there will be another SGM for discussing policies, VB confirmed there will not be another SGM

LM raised confidentiality on sharing items raised at membership meetings to community and requested that emails should include confidentiality clauses for membership. VB agreed

VB raised date for next AGM sometime in July 26th of August 2nd, vote raised to membership

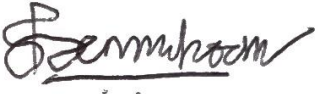
DT raised resignation of treasurer, VB confirmed treasurer now staying on till AGM

LM queried business plan for nest, VB stated that there was not enough time to work on this. TV clarified that much time was spent on dealing and changing the current nest management contract, power usage and asset register but stated that business plan for nest will need to continue

Item and description**Minutes**

Other items/wrapping up	
Review of agreed actions and motions arising from general business	NA
Late or urgent business	NA
Meeting Close	Meeting Closed by VB at 4:50pm

Minute taker:	Pasan Tennakoon, Secretary
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Signed:	
Name:	Pasan Tennakoon
Date:	19/05/2020

ADMIN TEAM USE ONLY

Minutes ID#:	SGM200419
Person Responsible:	Pasan Tennakoon
Date Filed:	19/05/2020