

THE SOCIAL ENTERPRISE COUNCIL OF NSW AND ACT

Annual General Meeting Minutes

Date:	9 May 2023
Time:	6.13pm-7.30pm
Place:	SECNA South Eveleigh, Level 1, South Eveleigh Community Building, 2 Davy Rd, Eveleigh NSW 2015, and online

Attendees:

Industry members

Organisation	Name
107 Projects Incorporated	Paddy Meredith-Keller
Arise Foundation	Tasnia Alam Hannan
Auroraz Soulful Gifts	Karthika Sivarajan
Capital Scraps Composting	Brook Clinton
CareerSeekers New Australian Internship Program	John Gelagin
Collective Leisure	David Burns
Communteer	Rajkumar Rajendra
Community Flower Studio Inc.	Bibiana Chan
Creative Plus Business Group Pty Ltd	Wendi Lanham
Digital Storytellers	Mikey Leung

Dynamic4	Ben Pecotich
Engage2	Amelia Loye
Generation Australia	Malcolm Kinns
Greatest Good Pty Ltd	Jenni Harding
IndigiSpace	Greg Hodgkison
Innovate Communicate Cowork Coplay	Claire Harris
Pixii	Dean Tavener
Purpose With Profit Pty Ltd	Bob Ratnarajah
Seed Spaces (now called The Impact Co)	Abbey Pantano
Settlement Services International - SSI	Jacqui Gilligan
Social Change Central	Jay Boolkin
Social Enterprise Academy Australia	Coran Johnson
StartSomeGood	Tom Dawkins
The Freedom Hub Ltd	Sally Irwin
The Mill House Ventures	Tom Navakas
The Reconnect Project	Annette Mayne
Velocity Fitness Group*	Alan Lau
Vibewire Youth Services Inc	Gavin Heaton
Walker Advisory	Christina Chun
Welcome Merchant	Sarah MacDiarmid
Workventures Ltd	Caroline McDaid

* VFG attended the first part of the AGM, but was absent when the vote for Director was counted, and had appointed a proxy, who voted on his behalf.

Associate members

Name	Organisation
Andrew Marselos	Individual
Brendan Lonergan	Individual
Guido Verbist	Revolve ReCYCLING
John Lalor	Individual
Kylie Flament	SECNA
Lucy Brotherton	City of Parramatta
Marcella Lazarus	Growing Organisations
Maxx Silver	BizCubed
Mayra Escobedo	Individual
Rebecca Illiffe	Turnstone Projects
Selena Choo	Humans Like Us
Viviane Aguiar	As it is Systemic Consulting

Other attendees

Name	Organisation
Sebastian Parisi	107 Projects
Tim Walker	Walker Advisory

Apologies:

Apologies - Industry members

All of the Good Things	Nimmity Zappert
BREED Australia Inc	Emmanuel Martin
Burn Bright	Andy Skidmore
CatholicCare Sydney	Julie Toma
CuriousWorks Incorporated	Diego Murillo
FutureTech Association Australia	Rebecca McCash
Glow Up Careers	Yvonne Kelly
Goods 4 Good	Nandeeta Maharaj
One Brave Step	Henrietta Ardlie
Solutions2you	Cathy Dimarchos
Strategic Solutions	Helen O'Loughlin
Unchained Solutions Pty Ltd	Dr Stephen Morse
Wagtail Natives Nursery	Kelly Stubbs
yourtown Enterprises	Sarai Tuuga

Apologies - Associate members

Anna Carr	Carr Competencies
Bianca Bartlett	Purple Card Project
Melati Muskitta	MTC Australia

Other apologies

None

Proxies:

Bondi Innovation Alliance	Ross Dawson
Chocolate On Purpose	Fiona Harrison
Consent Labs Ltd	Angelique Wan
Evalue8 Sustainability	Ilea Buffier
Greenacres	Audra Tuckwood
Just Gold Digital Agency	Kyriakos Gold
Migrant Women in Business	Corinne Kemp
Mongarlowe Group	Suzanne Gearing
Our Race	Doug Cronin
Reverse Garbage Co-operative	Kirsten Junor
Sefa (Social Enterprise Finance Australia Ltd)	Hanna Ebeling
Social Impact Hub	Jessica Mendoza-Roth
Social Traders	Alex Hooke
The Funding Network Australia Ltd	Kristen Lark
Two Good Co	Rob Caslick

Item	Description
1	<p>Acknowledgement of Country, confirm quorum, apologies</p> <p>Christina Chun gave Acknowledgement of Country.</p> <p>Christina Chun confirmed a quorum of 45 people in attendance, comprising 30 Voting Members in attendance via Zoom, and 15 attending by proxy.</p>
2	<p>Apologies</p> <p>See above</p>
3	<p>Review of actions from previous annual general meeting</p> <p>No actions from the previous annual general meeting.</p>
4	<p>Acceptance of minutes of previous annual general meeting</p> <p><i>Proposed resolution: The members of SECNA accept the minutes of the annual general meeting for 2022.</i></p> <p>Moved: Christina</p> <p>Seconded: John Gelagin</p> <p>Passed</p>
5	<p>Chair's report</p> <p>When we had last year's AGM we were emerging from COVID lockdowns. Those externalities haven't stopped. How social enterprises have adapted their business models and are surviving is impressive.</p>

2022 has been a year of incredible growth and progress for the social enterprise sector in Australia. We have seen so much momentum and activity, in both NSW and ACT. This is also a testament to all the social enterprises on the ground who have been driving this.

In NSW, there has been:

- Increased investment: \$25M investment into the sector through the Social Impact Investment Strategy and \$5M for the sector to develop innovative solutions through the Social Enterprise Innovation Fund (August 2022)
- Increased government support: the establishment of the Social Impact Investment Taskforce to drive the growth and impact of social enterprise in NSW
- Procurement policy changes to create opportunities for social enterprises to access government contracts (a lot of work driven by Social Traders)
- Reference [Business for Good](#) report

In the ACT, there has been:

- Increased government support and commitment: \$2M investment funding initiative through the Social Enterprises Innovation Program and more to come.
- Procurement policy discussions with the ACT government.
- Support for Indigenous-led social enterprises through the ACT Aboriginal and Torres Strait Islander Business and Innovation Hub.
- Social Enterprise Breakfast at Parliament House, hosted in Canberra on March 27. See details [here](#).

Other significant sector movements:

- Budget 2023: Jim Chalmers' \$200M passion project to tackle disadvantage; \$100M to help break cycles of disadvantage.

2022 was also a big year for SECNA. As a Board, we needed to consider our role in how to raise the profile of social enterprises, and connect and coordinate the work of the sector, and, most importantly, being an organisation that can sustain ourselves.

	<p>Samara James, our first staff member, made a huge contribution as Operations Manager throughout 2021 and 2022, helping SECNA to grow and building our relationships. When she left, the Board made an intentional decision that, in order to grow and to better understand the political landscape of NSW and ACT, we needed to bring on a CEO. Kylie Flament, formerly General Manager of social enterprise Green Connect and founding Director of SECNA, has been in this position since November 2022. Kylie's commitment to making the world a better place is deeply rooted in her DNA.</p> <p>We also:</p> <ul style="list-style-type: none"> • increased our focus on governance (led by Marcella Lazarus and Selena Choo) to ensure SECNA has a framework to scale • made huge progress in increasing engagement with the wider social enterprise sector, local councils and government representatives, and contributed to advocacy happening at the national level (led by David Burns and Jess Moore) • held regular monthly meetups, since September 2022 (led by Ben Pecotich, Greg Hodgkinson and Jay Boolkin) and organised Sydney's first social enterprise festival, to be held later this month (led by Andrew Marselos and many volunteers). <p>Looking into the future, with a CEO on board, we're going to focus on building a new strategic plan for the next 3 years. A key priority will be to implement a sustainability plan. This means diversifying revenue streams, reducing financial risk and ensuring the long term viability of the organisation. We welcome government funding, philanthropic funding - but also keen to build out our trading model so we can be better positioned to support sector players to thrive, improve coordination to change the enabling environment for the sector, and to more effectively understand and impact the policy context at the state level.</p>
6	<p>CEO's report</p> <p>SECNA was established 3 years and 2 months ago, when a group of social entrepreneurs came together and realised that we all loved meeting other social entrepreneurs but there was not one place to get together and find each other. We were also individually hearing from government that they loved the social enterprise model and we were great value for money, but they couldn't engage with us because we were in so many different places, industries and impact areas and it was all very confusing. We got together and decided to form a peak body so we can find each other and collaborate, and also be able to speak with one voice and have this presence.</p> <p>Since returning to SECNA, now as CEO, there has been so much progress:</p> <ul style="list-style-type: none"> • Now there are peak bodies in every other State, as well as at the national level. • In the past 6 months, SECNA has also grown, from 180 to 247 members. We know there are 4,000 social enterprises in NSW and ACT, and aim to reach 500 members by the end of the year.

	<ul style="list-style-type: none"> • In collaboration with 107 Projects, under the leadership of the Chair of the Board, Christina Chun, we now have a physical space where social entrepreneurs can come and have a desk or have an event space; every day or from time-to-time. • We have held both monthly meetups and regular events around regional NSW and in the ACT. • For the social enterprise festival later this month, we have organised for over 50 social enterprises to run stalls, sell food and run workshops and panel discussions. 400 people have registered so far; the aim is to get 1,000 attendees. • We have been approached by different arms of government who are very interested in supporting social enterprises. We are building those relationships and collaborations. • We launched communities of practice, in different impact areas and different geographical locations, for the purpose of facilitating collaboration and mutual support. <p>There have been significant developments at an international level. In the last month, the United Nations declared that social enterprises and the solidarity economy are the future, and they want all member countries to back social enterprises. The term seems to be entering the mainstream really quickly. The Treasurer has recently also been talking about social enterprises; recognising our sector for the value we bring.</p> <p>Where to from here:</p> <ul style="list-style-type: none"> • Social enterprise strategy for NSW and ACT, and in every LGA. • Feed into national strategy. • Have a successful social enterprises festival. • Create hubs all over the State and ACT. Having people out in the community owning a piece of SECNA. <p>Thank you to Directors, funders (including City of Sydney, English Family Foundation) and everyone who has volunteered to help achieve SECNA's goals, for the benefit of everyone in the sector.</p>
7	<p>Treasurer's report</p> <ul style="list-style-type: none"> • SECNA was incorporated on 31 March 2020 with charity tax concession status. Listed on the ACNC register. No DGR status. GST & PAYG registered. Cash basis. • FY22 Annual Information Statement (AIS) prepared and lodged with ACNC by AFG (SECNA member). Reported net surplus of \$92,646.00. • Kylie Flament onboarded as part-time CEO (first CEO) in November 2022.

1 January-31 December 2022 Summary

\$192,923 revenue (inc \$77,200 WISE Hub grant held temporarily)

\$30,273 cost of sales

\$162,649 gross margin

\$94,687 operating expenses

\$67,963 surplus (31 December 2022)

\$132,406 cash at bank (31 December 2022)

Current forecast is \$28,918* cash at bank on 30 June 2023

Revenue Breakdown (\$192,923)

Earned Income (\$24,423)

- \$16,334 membership fees (\$12,375 industry members & \$3,959 associate members)
- \$4,541 event ticket sales
- \$3,500 project fees
- \$48 interest income

Grants (\$168,500)

- \$5,000 for NSW Small Business Month 2022
- \$28,300 from English Family Foundation (via Sefa Partnerships)
- \$58,000 from City of Sydney
- \$77,200 from Westpac Foundation for WISE Hub (via Sefa Partnerships. Funds held by SECNA until SEA established. Transferred to SEA 1 March 2023)

Profit and Loss

Social Enterprise Council of NSW & ACT (SECNA) Ltd
For the 12 months ended 31 December 2022
Cash Basis

	Jan-Dec 2022	Jan-Dec 2021	Jan-Dec 2020
Trading Income			
Event Revenue	4,541	782	-
Grant Funding	168,500	60,500	38,000
Interest Income	48	-	-
Membership Fees - Associate Members	3,959	2,431	2,000
Membership Fees - Industry Members	12,375	8,700	6,391
Other Revenue	-	14,250	-
Project Fees	3,500	5,455	15,000
Total Trading Income	192,923	92,118	61,391
Cost of Sales			
Cost of Sales - Contractors	15,296	8,500	8,500
Cost of Sales - Events	14,005	9,390	-
Cost of Sales - General	-	399	-
Merchant Fees	972	649	253
Total Cost of Sales	30,273	18,938	8,753
Gross Profit	162,649	73,180	52,638
Operating Expenses			
Advertising	236	-	535
Annual Leave expense	2,675	-	-
Bank Fees	96	112	32
Consulting & Accounting	638	558	-
Contractors	12,651	-	5,950
Digital Platforms	2,770	2,461	5,360
Filing Fees	-	-	82
Insurance	2,638	2,646	2,353
Stripe Fees	79	-	-
Subscriptions	-	142	-
Superannuation	6,795	4,357	-
Wages and Salaries	66,109	44,600	-
Total Operating Expenses	94,687	54,878	14,312
Net Profit	67,963	18,304	38,325

Question from member: What projects have the contractors been working on?

Answer: Samara, Bridget and Mayra worked for SECNA during the year. Some of the cost of their labour was accounted for under Cost of Sales - Contractors, where it was directly attributable to the delivery of specific projects that we had received funding for (eg meet-ups). Other labour costs were accounted for under Operating Expenses - Wages and Salaries.

Funding so far has been grant funding; project based. Upcoming funding is untied so we can be more strategic.

Question from member: What's the potential to get NSW State government funding?

Answer: Our approach to the NSW government is to seek resourcing to enable us to participate in government processes to co-design policy. We know co-design works. We also know that turning up to meetings and roundtables, and writing submissions, going through funding guidelines, takes many hours, and we have asked them to find a way to pay us for this work. This could be as a fee-for-service or by funding the peak body.

We've also been learning from the experiences of other State government- funded peak bodies. Some of them have had funding that comes with restrictions relating to advocacy and speaking out publicly about certain issues. So we are clear that any kind of funding must not inhibit our ability to speak freely about issues that impact our sector, particularly if the government is doing things that are problematic.

Acceptance of financial statements

Proposed resolution: That the financial statements for 2022-23 tabled at the annual general meeting be accepted.

Moved: Christina Chun

Seconded: Bob Ratnaraja

Passed

8

Director election

Thank you Cindy Mitchell, Ben Pecotich (both founding Directors) and Marcella Lazarus for their commitment to SECNA and the incredible work they have done, building and strengthening the foundations of SECNA.

The Board have decided to reduce the size of the Board from 9 to 7 Directors, to improve efficiency and streamline Board operations. With less Directors, the Chair will be able to better increase engagement with each Director, to support each Director's workload, and support governance work from Pink Sparrow.

We want a Board that truly represents the social enterprises sector. Board diversity goes beyond what can be observed physically. It is having a diversity of people's life experiences that brings strength to the Board, and enables us to make the best decisions. In consulting ACT members, there was strong consensus that, for SECNA to represent social enterprises both in NSW and the ACT, it was particularly important to them that there was a Director to speak for the ACT region.

Nominee videos were broadcast

Attendees were instructed to cast 1 vote for their preferred nominee.

A 5-minute break was taken to enable tabulation of votes.

Outgoing Director reflections

Ben Pecotich and Marcella Lazarus gave their reflections on being Directors.

Results of general election

The preferred nominee was John Lalor.

Proposed resolution to appoint John Lalor as Director

Proposed resolution: The members of SECNA approve the appointment of John Lalor as a Director of SECNA.

Moved: Christina Chun

Seconded: Tom Dawkins

	<p>Passed.</p> <p>(No. of votes in favour required = 50% of 45 people in attendance = 23. 41 votes were cast in favour, no votes against.)</p>		
	In summary, proposed resolutions	Moved by	Passed
	<p>Director election</p> <p>The members of SECNA approve the appointment of John Lalor as a Director of SECNA.</p>	Christina Chun	Tom Dawkins
9	Results of the general election		
	<p>Appointed as a director:</p> <p>John Lalor</p>	<p>Removed as a director:</p> <p>Ben Pecotich</p> <p>Marcella Lazarus</p>	
10	<p>Meeting close</p> <p>7.23pm</p>		

Minute taker:	Selena Choo, Company Secretary
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Signed:	Selena Choo
Name:	Selena Choo
Date:	11 June 2023

Chair:	Christina Chun
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Signed:	Christina Chun
Name:	Christina Chun
Date:	11 June 2023