










MANNINGHAM COMMUNITY ENTERPRISES LIMITED

Results of Ordinary Business – Eleventh Annual General Meeting

Thursday November 14 2013 at 3.00 for 3.30pm


Venue: Casavini, Mitchell Street, Doncaster East

Present:

-  **MCEL – Director's:** Erica Mounter [Vice Chair], Ray Barrington, Jim Christie, Keith Crothers, Ian Goldsmith, Heather Herbert, Nicky White & Ray Lord [Company Secretary]
-  **MCEL - Officers:** Victoria Paouros, Board Minute Secretary
-  **Doncaster East Community Bank® branch staff:** Paul Thompson [Senior Manager] Lisa Jones, Tina O'Shea, Lyndee Stride and Catherine Dole
-  **Templestowe Village Community Bank® branch staff:** Chris Cahir [Branch Manager], Michelle Ellard and Kim Nihill
-  **BABL:** Michael Petering, Chris Haggarty, Moira McDonald, Kathy Lazarou, Harley Kolac & Will Slater
-  **AFS & Associates:** David Hutchings, Auditor: Andrew Frewin & Stewart
-  **NSX:** Ian Craig, Companies Manager, NSXA
-  **MCEL Shareholders:** Refer to attached list.
-  **Proxies:** Refer to attached list.

Adoption of Accounts:

Committee Chairman Ian Goldsmith

-  **Ian Goldsmith**, Finance & Audit Committee Chair **formally moved** that ...
 - the Profit and Loss accounts for the year ended 30 June 2013 and the Balance Sheet of the company as at 30 June 2013
 - the Directors' Declaration and report by the Auditor for the financial year ended 30 June 2013
 - the Directors' Report for the financial year ended 30 June 2013
 - the NSX Report as at September 5 2013... be received and adopted. **Seconded by Jim McIlldowney.**
Motion was carried by a show of hands.

Proxy Votes

For	Chairman	Appointed Proxy	Against	Abstain
12	6	1	0	2

Election of Directors:

Erica Mounter Vice Chair

Re-Election of Director appointed since last Annual General Meeting

- ✚ **Darren Bourke** having been appointed by the Board since the last Annual General Meeting retires in accordance with the constitution of the Company, and being eligible offers himself for election.

The motion was moved by **Barry Dunstan** that Darren Bourke be re-elected as a Director of the Company, **seconded by Modris Pilens. No discussion. Motion Carried**

Proxy Votes

For	Chairman	Appointed Proxy	Against	Abstain
12	7	1	0	1

Re-election of Director retiring by rotation

- ✚ **James D Christie RFD** retires by rotation in accordance with the constitution of the Company, and being eligible, offers himself for re-election.

The motion was moved by **David Carson** that James D Christie RFD be re-elected as a Director of the Company, **seconded by Joan Mahnig. No discussion. Motion carried.**

Proxy Votes

For	Chairman	Appointed Proxy	Against	Abstain
13	7	1	0	0

- ✚ **Heather E Herbert** retires by rotation in accordance with the constitution of the Company, and being eligible, offers herself for re-election

The motion was moved by **John Stennett** that **Heather E Herbert** be re-elected as a Director of the Company, **seconded by Raymond Barrington. No discussion. Motion carried.**

Proxy Votes

For	Chairman	Appointed Proxy	Against	Abstain
12	7	1	1	0

- ✚ **Raymond T Lord JP** retires by rotation in accordance with the constitution of the Company, and being eligible, offers himself for re-election.

The motion was moved by **Barry Dunstan** that **Raymond T Lord JP** be re-elected as a Director of the Company, **seconded by Bill Larkin. No discussion. Motion carried.**

Proxy Votes

For	Chairman	Appointed Proxy	Against	Abstain
13	8	0	0	0

- 🚩 **Geoffrey B Roberts** retires by rotation in accordance with the constitution of the Company, and being eligible, offers himself for re-election.

The motion was moved by **Jim McIlldowney** that **Geoffrey B Roberts** be re-elected as a Director of the Company, **seconded by David Carson**. **No discussion. Motion carried.**

Proxy Votes

For	Chairman	Appointed Proxy	Against	Abstain
13	7	1	0	0

Election of new Director

- 🚩 **Catherine Ainsworth** has not previously served as a Director, and offers herself for election.

The motion was moved by **Joan Mahnig** that **Catherine Ainsworth** be elected as a Director of the Company, **seconded by Jim Christie**. **No discussion. Motion carried.**

Proxy Votes

For	Chairman	Appointed Proxy	Against	Abstain
12	7	1	0	1

Director Remuneration - Approval for Directors Fees pool

- 🚩 The Vice Chair spoke on Agenda item # 3 of the Notice of AGM which is an ordinary resolution to seek approval from the Shareholders for fees to directors which reflect the demands which are made on and the responsibilities of the directors. Directors' fees are reviewed annually by the Board.
- 🚩 At the Annual General Meeting held last year, shareholders approved fees be paid to Directors and it was agreed that an amount of \$50,000 be made available for Director's fees. That figure is again proposed for this year.
- 🚩 At the Annual General Meeting held on Thursday November 13 2008, shareholders approved fees be paid to Directors.
- 🚩 The Vice Chair advised that the company will disregard any votes cast on item # 3 by or on behalf of a member of key management personnel [which includes Directors] unless the vote is cast as proxy for a person entitled to vote in accordance with a direction on the proxy form.
- 🚩 **Terry Fleming [Shareholder]** formally moved that: the pool for Directors Fees of \$50,000 be approved, **seconded by David Carson [Shareholder]**. **No discussion. The resolution was carried.**

Proxy Votes

For	Chairman	Appointed Proxy	Against	Abstain
12	6	1	0	2

MANNINGHAM COMMUNITY ENTERPRISES LIMITED
69 101 174 270

Eleventh Annual General Meeting

Thursday November 14 2013 at 3.30pm

SHAREHOLDERS – RECORD OF ATTENDANCE

BARRINGTON, Chris
BARRINGTON, Ray
CARSON, David
CHRISTIE, Jim
CROTHERS, Pauline & Keith
DUNSTAN, Barry
EDWARDS, Lorna & Tom
FLEMING, Terry
GARTLAND, Michael
GARTNER, Brian
HERBERT, Heather
HERBERTSON, Annette & John
LARKIN, Bill
LORD, Jean
LORD, Ray
MAHNIG, Joan
MCILDOWNEY, Jim & Pam
MOUNTER, Erica
PILENS, Modris & Ruth
STENNETT, Joan & John
TARRANT, Dennis
WARING, Trevor

MANNINGHAM COMMUNITY ENTERPRISES LIMITED

69 101 174 270

Eleventh Annual General Meeting

PROXY FORMS RECEIVED

BILNEY, Carole
BONANNO, Nella
BROWN, Joan Irene
CARLIN-SMITH, Harold & Elizabeth
CONNELL, Kevin & Noreen
ELKINGTON, Gordon
FORD, Jill
GRISOLD, Robert
MESARITIS, George
LEE, Connie
NORTHERN SUBURBS SECRETARIAL SERVICES P/L -
Juleton A/c
PALMIERI, Franco [Alexander]
PALMIERI, Franco [Anthony]
ROBERTSON, A & B
ROBERTSON, Mrs T
RIGONI-SMITH, Amy
SKILBECK, B & N
TUCCI, Concezio & Marilyn
VAN DER HAAR, M
WATTS, Chris & Alma
WESTERMAN, Ronald F