

**Friends of Bendigo Botanic Gardens Inc.
71 Napoleon Crescent, White Hills. VIC 3550**

Minutes of Special Committee Meeting

Date: 28th September 2021 - 9:30 am

Via Zoom

Present: Anne Bridley, Annie Clark, Pam Sheean, Jan Bobin, Judy Milner, Lindy Sloan

Purpose of the meeting was to approve the following:

Notice of Special Resolution for AGM of Friends of Bendigo Botanic Gardens Inc 9/11/2021

We have found that we are unable to obtain a printed copy of our current Rules of Association. It is therefore proposed that an updated copy of our rules of association is obtained by adapting the Model Rules for an Incorporated Association available from Consumer Affairs and resubmitting this version.

To summarise, the changes below from the model rules are:

- The term of our committee members is two years.
- To deal with the realities of COVID19, a leave of absence may be granted for up to 6 months.
- The quorum for committee meetings is 50% of committee members.
- The Name and Statement of Purpose is the same as was adopted by the Friends in 2012.

The Special Resolution is as follows:

“That the Rules of Incorporation for the Friends of Bendigo Botanic Gardens Inc. include the following:

1. **Name:** The name of the incorporated association is “ Friends of Bendigo Botanic Gardens Inc.”
2. **Purposes:**

The Friends of Bendigo Botanic Gardens Inc. is a community group that aims to:

1. Advocate for the promotion, development and restoration of Bendigo’s historic public gardens.
2. Work with the City of Greater Bendigo in the implementation of the Master Plans for Bendigo’s historic public gardens.
3. Promote the importance of horticultural and botanical knowledge to the community.
4. Raise money for City Council approved projects to enhance the gardens.
5. Promote the importance of Bendigo’s historic gardens through wide networks of local, regional and interstate botanical garden groups.
6. Create and maintain community interest in Bendigo’s Botanic Gardens with educational activities such as:

Horticulture through plant propagation and garden maintenance

Botany through botanical illustration

Guided walks and horticultural talks

Publication, in association with the City of Greater Bendigo, of pamphlets and brochures.
Botanical and horticultural educational activities.

3. Financial year

The financial year of the Friends of Bendigo Botanic Gardens Inc starts on 1 July each year and runs for a period of 12 months.

50. Positions to be declared vacant

(2) The Chairperson of the meeting must declare all positions on the Committee vacant in accordance with the term of office set out in rule 55 and hold elections for those positions in accordance with rules 51 to 54.

55. Terms of Office

(1) The term of office for all committee members is 2 years, subject to rule 55(2).

(2) Subject to subrule (3) and rule 56 a committee member holds office until the positions of the Committee are declared vacant at the annual general meeting in the second year after their election.

56. Vacation of office

(1) A committee member may resign from the Committee by written notice addressed to the Committee.

(2) A person ceases to be a committee member if he or she—

(a) ceases to be a member of the Association; or

(b) fails to attend 3 consecutive committee meetings (other than special or urgent committee meetings) without leave of absence under rule 67

63. Quorum

(2) The quorum for a committee meeting is the presence (in person or as allowed under rule 62) of 50% of the committee members holding office. “

67. Leave of absence

(1) The Committee may grant a committee member leave of absence from committee meetings for a period not exceeding 6 months.

Moved: Pam Sheean

Seconded: Jan Bobin

Accepted

Pam will circulate the special resolution as required not less than 21 days before the AGM on 9/11/2021.

Anne Bridley thanked everyone for their participation.

Meeting Closed at 9:38 am