

VICROADS ASSOCIATION INC.

Reg No A0022250S

Minutes for 47th Annual General Meeting

Tuesday 25 March 2026 at Waverley RSL

1. Opening - Attendance

President John Wright opened the meeting at 11.30am and welcomed the following other Members in attendance:

Ted Barton, Bob Carr, Alan Collins, Jill Earnshaw, Graham Gilpin PSM, John Harper, David Harris, David Jellie, Lance Midgley, Noel Osborne, Allison Pinto, John Scully, Graeme Stone, Mervyn Seeney, Phil Symons, Leon Szarski, Nick Szwed, Ken Vickery, Jim Webber and Iris Whittaker.

Guests, Rukmal Setunge, whose Membership application will be considered at the April Committee Meeting, and Rosslyn Wright also attended the meeting.

The President explained that last year, prior to our implementation of the Model Rules for associations such as ours, the Association's AGM quorum was 15 Members. This year the quorum needed to be over 10% of Members (i.e. over 32 Members) to ensure the Motions/Resolutions put to the AGM could be carried/approved for immediate action. In addition to the 21 Members in attendance, the Secretary received 50 proxy voting forms. This meant we had a quorum for the AGM.

Of those proxies, 46 were directed to the President as Chairman of the meeting, 3 were to the Secretary and 1 was to the Treasurer.

The Association's new rules also require votes to be counted on all items and Motions. These were to be counted and recorded by the Secretary and the Treasurer who assisted her.

The President thanked those in attendance as well as those able to submit Proxy voting forms for ensuring that a quorum for the meeting was achieved.

2. Apologies

Apologies were received from a number of Members but the majority of those Members also submitted proxy voting forms. A list of those who submitted Proxy Forms, who their proxy was directed to and the conditions of that proxy was available to view by those in attendance at the meeting.

3. Correspondence relating to AGM

The President advised that no additional correspondence was received in relation to the AGM other than the submission of proxy voting forms.

4. Confirmation of minutes of 46th AGM, 25 March 2025

The draft Minutes of the last AGM were reviewed by the Committee shortly after the meeting. The draft Minutes were also posted on the Association's website. No further

comments were received. The Minutes of the 46th AGM, held on the 25 March 2025, were confirmed on the motion of Ken Vickery and seconded by Noel Osborne and carried by those Members who attended that meeting and were therefore eligible to vote.

5. Annual Report 2025: John Wright – President

The annual report is for the previous 'year' which, given the Association's change of its end of financial year, extended from 1 March to the 31 December 2025. The President read out a summary of the report. Acceptance of the Annual Report, with the changes noted, was moved by David Harris, seconded by Noel Osborne and unanimously accepted by the Members present.

Whilst not included in the Annual report, the President advised Members that the Association had two new applications for Membership already in 2026; one was approved at our February 2026 Committee meeting, the second will be considered at our April meeting.

6. Financial Statement 2025 (part: 1 March – 31 December 2025): Ken Vickery – Treasurer

The Treasurer, Ken Vickery, presented the Financial Statement which has been reviewed by Doug Thompson. As at 31 December there was a balance of \$6,045.13 in the bank compared to \$6,162.13 on 28 February 2025. The Treasurer noted that all expenditure was supported with receipts. He noted a minor clerical error on the AGM printed version of the Statement of Income and Expenditure for the period. It should have read Subscription/Joining Fees for 8 new Members for the period not 28. Acceptance of these documents with the amendments noted, was moved by Ken Vickery, seconded by Noel Osborne and unanimously accepted by the Members present and Proxy votes.

The Financial Statement (with the change noted amended) and the Audit statement will be posted on the website for all Members to review.

The Treasurer thanked the Waverley RSL for providing use of its rooms free of charge to the Association. He also advised that the RSL would be moving out of the facility by February 2028 to facilitate the work on the Suburban Rail Loop.

Phil Symons raised a question regarding insurance cover for the Association. It was noted that being an Incorporated body, officers of the Association were indemnified for liabilities. The matter is to be further discussed at the April Committee meeting.

7. Notice Of Motions

On behalf of the Committee, the President put to the meeting the Resolution/Motion that:

- i) The cost of Membership for 2026 should continue to be a one-off joining fee of \$50.

Acceptance of this Motion was proposed by Ken Vickery, seconded by Noel Osborne and supported by those Members present and proxy votes. The President declared the Motion carried.

- ii) The recommended number of ordinary Members to hold office for 2026 is 12.

Acceptance of this Motion was proposed by Jill Earnshaw, seconded by Ted Barton and supported by those Members present and proxy votes. The President declared the Motion carried.

8. Election of General Committee 2026

The following nominations were received from existing Committee Members:

President – John Wright

Vice President – David Jellie

Hon. Secretary - Jill Earnshaw

Hon. Treasurer – Ken Vickery

General Committee – The following Committee Members indicated their willingness to continue on the Committee - Graham Gilpin PSM, Patsy Kennedy, Alan Mackinlay, Noel Osborne, Allison Pinto, Nick Szwed, Iris Whittaker and Jim Webber,

Nominations for the 2025 Committee were invited via the Newsletter and in emails to Members. No new nominations were received.

As the number of nominations is in accordance with the Committee's recommended and AGM approved size of 12 Members, the Committee as noted below was duly elected:

John Wright President

David Jellie Vice President

Jill Earnshaw Hon. Secretary

Ken Vickery Hon. Treasurer

Iris Whittaker Hon. Membership Secretary

Other Committee Members - Graham Gilpin PSM, Patsy Kennedy, Alan Mackinlay, Noel Osborne, Allison Pinto, Nick Szwed and Jim Webber

This resolution was proposed by Jill Earnshaw, seconded by Graeme Stone and supported by those Members present and proxy votes.

The President, once again, thanked the Committee for their continued commitment to the Association and its Members.

9. Appointment of Hon. Auditor

The President advised that Doug Thompson had agreed to continue as Hon. Auditor/reviewer of the accounts. Ken Vickery moved acceptance of this. It was seconded by Jim Webber and supported by those Members present and proxy votes.

10. General Business

i) 2026 Draft Program: Jill Earnshaw - Secretary

The Secretary presented the draft 2026 program of activities which includes both city and regional based activities. The Occasional Lunches at Doncaster Shoppingtown Hotel will continue as will the midyear lunch at Glen Waverley given its success in previous years.

Members will continue to be kept advised of the program and any changes via the Newsletter and emails direct to Members.

As always, the Association's functions are open to all Members, friends and former colleagues. To assist with planning, Members were reminded to book in early for events, especially those with restricted numbers (Traffic Operations Centre and Alstom, Dandenong), the Shepparton Art Museum visit (as tickets will need to be purchased in advance) and the annual Christmas Party.

The Department of Transport and Planning is being very supportive of the Association and this continues to assist the Committee in planning this year's activity program as well as future programs, for example next year we plan to, once again, visit the North East Link project.

There were no other items of business.

11. Closure

The President thanked those in attendance and those whose who were able to provide Proxy votes and closed the meeting at 12.11 pm after which Members enjoyed a convivial lunch.

Jill Earnshaw 09/3/2026

Minutes confirmed on / /2027..... President