

Alliance Française de Sydney Ltd

Minutes of the Annual General Meeting and Extraordinary General Meeting

Wednesday 22nd May 2019

Level 13 / 257 Clarence Street, Sydney, New South Wales

1. Welcome

Lyn Tuit, the Chairperson, welcomed Nicolas Crozier, the French Consul-General in Sydney and all the members present to the Annual General Meeting.

The French Consul-General thanked the Alliance and its members and praised their spirit of unity in promoting French culture and language.

2. Apologies, confirmation of quorum and proxies

Apologies were received from Mary-Jane Field and Helen Jordan

As 23 members were present and 2 proxies were received which meant there was a quorum, the Chairperson declared that the meeting open at 6:10 pm.

3. Adoption of the minutes of the 2018 Annual General Meeting

Joël Hakim moved that the minutes of the 2018 AGM be approved; this was seconded by Julie Rose and carried unanimously.

4. President's report

Before Lyn Tuit presented the President's report to the members, she praised Laurie-Anne Pecqueux, the Deputy General Manager for her excellent work during the last four years in boosting the enrolments, developing new markets and resolving issues. As Laurie-Anne is returning to France in August this year, she added that the Alliance was currently in the recruitment process and was liaising with the French Embassy in Australia. She also thanked Philippe Ostermann, the General Manager, as well as the board members and the Alliance's staff and volunteers for their hard work in 2018.

The President commented on the 2018 results as follows:

- Teaching activities
 - Progression of the hours sold, reaching 100,287
 - 4,389 enrolments, a 2% decrease for adults but a 4.5% increase in for children
 - 678 enrolments, 255 students over 8 primary schools
 - 51 workshops, 34 visiting schools and 897 visiting high school students
 - 288 candidates to the DELF DALF exam

- Cultural events
 - Excellent results for the 30th edition of the Alliance Francaise French Film festival (AFFFF), with 50 films, 57,427 attendees in Sydney (184,713 Australia wide), \$29,000 sponsorship raised for Sydney (\$313,000 Australia wide)
 - Bastille Day and the Classic French Film Festival were successful although with a lower level of attendance

- The Murder Party at the Australian Museum was a success as were other events (Grand Champagne Experience, Dis Moi Dix Mots, Beaujolais Nouveau)
- 30 conferences and book signings with 2,500 participants
- Building renovation
 - All classrooms and offices have been freshly painted
 - 5 new interactive whiteboards have been installed to replace ageing equipment
 - A new café operator took over the café management in July 2018
 - An energy audit of the building was commissioned and delivered for which we received a grant from the Council of the City of Sydney
- Members
 - 398 members as at 31/12/2018
 - 32 commercial partners secured to offer benefits to members
 - Members receive 10% discount on movies screened during the Alliance Française French Film Festival, for France at Home, Sydney Symphony Orchestra...
 - Members have free access to Culturetheque (French newspapers, magazines and books online)

The President invited Philippe Ostermann, the General Manager, to report on the 2019 highlights:

- Cultural events 2019
 - A successful 2019 edition for the Alliance Française French Film Festival with 54 movies, 65,505 attendees in Sydney (197,093 Australia wide), \$32,500 sponsorship raised for Sydney (\$337,000 Australia wide); this was a record to date for sponsorship
 - The other cultural events from the beginning of 2019 have been successful, including the talk by Zabou Breitman on “Les hirondelles de Kaboul”, Murder Party at the Royal Botanical Garden, Women’s series...
 - Upcoming events will showcase various interesting talks such as Communal Luxury in the designs of Lucien Henry, Terra Australis – A graphic novel odyssey, or Josephine’s ark, as well as the book release of “Castaway” by Robert Macklin
- Building renovation 2019

This year we are in the process of implementing the following building upgrades:

- Replace the globes of the emergency lighting by LEDs
- Replace computers in the classrooms equipped with smartboards
- Replace the carpet in classrooms and offices
- Replace the student chairs in all classrooms
- Upgrade the CCTV / security system (10 new digital cameras)
- Upgrade the air conditioning system, in relation to the energy audit
- Upgrade the building management system
- Some of the upgrades will be covered under strata
- Our strategy for 2019
 - Outreach initiatives: 9 school programmes, 200 students, corporate classes (Natexis, BNP Paribas, Bouygues) and team building activities, sessions at The Queen’s Club

- Progression of 5.8% on adult classes, 10.8% for children and 53% for teenagers
- Building on the success of the 2018 result of the Alliance Francaise French Film Festival to implement a new and ambitious sponsorship programme
- Modernising the Alliance Francaise infrastructure and classrooms
- Rebuilding our marketing strategy to retain more students from the A1.1 and A1.2 levels
- Working closely with the café contractor (Bakers Maison) to improve the café revenues
- Creation of new corporate structures to enable tax deductible donations and other benefits

During the past year, the management and directors of the Alliance Francaise de Sydney have explored new options for future revenue opportunities and tax benefits for the Alliance, including by way of a company restructure that creates a core holding company (to remain “Alliance Francaise de Sydney” or “Alliance Francaise de Sydney Limited”) and other new entity to provide the French language and educational services, to be registered as a Registered Training Organisation (RTO). As an RTO, the new entity would benefit from various tax and other advantages that are not available to the current company. The RTO proposal is still in the appraisal and assessment phase. For the moment, the operations of the Alliance Francaise de Sydney continue to be conducted through the existing company.

A separate cultural foundation has been set up to obtain DGR status for donations to the AFFF in particular. It is our intention to have the same board of directors and members as for the main Alliance Française de Sydney company. We are currently working on a constitution for this body and at the same time will revise the constitution of the old body. These will be put to an EGM later in the year.

The composition of the board of directors as at 31 12 2018 was as follows (in alphabetic order)

Mrs Dominique Barbeau	
Mrs Marie Chretien	
Mr Gareth Dando	
Ms Rose Guerin	
Mr Christophe Hoareau	Honorary Treasurer
Ms Lyn Tuit	President
Mrs Marie Varnier-Gittard	
Mr Frederic Veniere	Vice-President
Mr Allan Woodley	

5. Honorary Treasurer’s report on the results of the financial year ending 31 December 2018

Christophe Hoareau, the Honorary Treasurer, commented on the financial report, outlining the following:

- Financial performance
 - Good performance in teaching and cultural activities, in progression compared to 2017
 - Overheads are under control but large provision for maintenance work to be undertaken (change of carpet in the entire premises, new students chairs in classrooms).
 - Interests are down as we have significantly decreased our level of debt
- Financial position
 - Solid financial position as we have repaid the \$650,000 debt (it was current in 2017)
 - The debt was refinanced at \$350,000 with a 5 year / variable interest loan

- Our cash position is solid and the loan is used as an overdraft facility

Answering a question from David Kent about the provision recorded in the 2018 financial report, Lyn Tuit confirmed that provision was only related to the Alliance's maintenance and not related to the possible removal of the aluminium cladding from the façade of the building. She added that the building was fully compliant with current building regulations and that this was accepted by the insurer of the building. She also advised that the NSW Government foreshadowed the introduction of changes to the building code but is yet to introduce new building regulations i, following a similar move in the state of Victoria. Should the body corporate of the building be directed to remove the external cladding, the participation cost for the Alliance would be around 30% of the total costs.

6. Consideration and approval of the Company's Financial Report, the Directors' Report and the Auditor's Report for the financial year ended 31/12/2018

Brian Hillman moved that the Company's Financial Report, the Directors Report and the Auditors' Report for the year ended 31/12/2018 be approved; this was seconded by Joël Hakim and carried unanimously.

7. Consideration of a special resolution of the directors modifying the constitution

David Kent moved that the motion reducing from 20 to 15 the quorum at meeting of members be approved; this was seconded by Frederic Veniere and carried unanimously.

Lyn Tuit advised the meeting that the additional item relating to modifying the constitution had been withdrawn.

8. Election of Directors

The Company's Constitution provides for a maximum number of 9 Board members. Frederic Veniere did not seek re-election.

Brian Hillman moved a "thank you motion" to thank Frederic Veniere for his great contribution to the Alliance. All agreed this was seconded by Joel Hakim

9. Election of Office Bearers

Lyn Tuit advised the members that the election of the office bearers will be conducted at the next meeting of directors.

10. Any other business

As there was no other business, Lyn Tuit declared the meeting closed at 7:10 pm