



Sydney Maritime Museum AGM Minutes

12 November 2024 | Aboard *James Craig* at Wharf 7, Pyrmont

1. Welcome

- a. Meeting opened at 6:15pm.

2. Acknowledgement of country

- a. The SMM AGM is being held on the land and waters of the Gadigal people of the Eora Nation. The AGM pays its respects to Aboriginal Elders past, present and emerging.

3. Attendance and Quorum

- a. Members of the SMM as at October 2024: 981
- b. Quorum (5%) = 50 members
- c. Proxies received: 58 valid from 59 received (one member lapsed at the time of providing their proxy)
- d. Member RSVPs pre-registered and arrived: 72
- e. Member Attendees not pre-registered: 17
- f. Attendees, not members: 2 (auditors)

TOTAL COMBINED ATTENDANCE: 149

4. President's Report – John Winning AM (Company Secretary)

First of all, thank you to all of our members and volunteers who have made contributions throughout the past 12 months.

The Fleet is first and foremost a volunteer and membership organisation.

It is run by members for members, and can only be successful with the hard work and consistent work of those members and volunteers who put in hundreds of hours every year of free labour in every aspect of our operations.

At last year's AGM, we reported that significant risks lay before us in respect of our finances with the conclusion of support from our generous patron, Robert Albert.

Robert passed away in February this year after many decades of generous and consistent support for the Fleet.

The restoration of the *James Craig* and many of our ongoing operational costs were made possible by Robert's patronage of our organisation.

We still enjoy a close relationship with the Albert family, who continue to enjoy time aboard the Fleet's vessels which Robert loved so much, and we hope this continues for many years to come.

The new financial circumstances the Fleet finds itself in do however require us to make tough but lasting decisions about the cost base of our operations.

Midyear, we moved to an outsourced finance and accounting process, which is being delivered by A. D. Danieli Chartered Accountancy.

Danieli's now perform all accounting, payroll, bookkeeping and company secretarial work on behalf of the Fleet.

This has reduced our employment costs at Wharf 7 significantly.

We also received the pro-bono services of an external management consultancy, Spencer-Maurice, through our member and volunteer Rory Gregg.

Spencer-Maurice identified significant areas of duplication and sometimes triplication in our administrative, IT and digital arrangements, as well as in our public or member facing activities that can be simplified and improved.

With these improvements, we can make better use of our staff and volunteers time, ensuring they are doing important and fulfilling work throughout the Fleet.

I want to give special thanks to Raj Roy, Nicola Zwenger, Max Miles and Steve Stylianou for their ongoing contribution and commitment to the Fleet as members of our paid staff.

While in recent memory, the Fleet has had a great many hard working paid staff supporting the work of volunteers, the reality is that in order to survive we must take the opportunity provided by recent staff changes to reduce our costs and protect the viability of the Fleet.

Our Treasurer, Peter Cole, will explain more about the finances of the Fleet, but at the last AGM we reported a small surplus of \$186,000.

At this AGM, we will report a larger surplus of more than \$390,000.

These surpluses are an essential sandbagging resource in the medium term to fund our programme of major works, capital improvements, vessel refits and out-of-water vessel surveys and restoration activities.

Likewise, we must continue to look for opportunities to bring in new revenue to the organisation.

This includes major projects like our Sydney to Hobart voyage on the *James Craig* and also more unusual and inventive commercial engagements like the month long charter of the *John Oxley* for an artistic performance at the Sydney Festival.

So, we are in a good position to adapt to our new circumstances.

Our vessels are in tremendous shape physically.

Our team is devoted, skilful and experienced.

We remain the only organisation of our kind both on Sydney Harbour or across Australia.

I look forward to the coming 12 months and thank you all for the work and commitment you've demonstrated both since our last AGM but especially in the recent weeks and months as we've faced some significant challenges and setbacks.

As many of you are aware, we had a major incident on board Waratah in late October and one of our members was gravely injured.

The crew member involved is in remarkably good spirits and is recovering with the help of family and his friends from the Fleet.

We are working closely with AMSA as they investigate the incident and we have offered support to all of the crew and shore based team who may have been affected by the incident with access to 24 hour counselling services through a registered charity called Hunter Workers Rehabilitation and Counselling Services.

Thank you everyone for coming tonight and for your commitment to our organisation.

Next year is the Fleet's 60th anniversary.

I am looking forward to working alongside all of you as we strengthen and improve the Fleet's position to ensure we are around another 60 years after that!

5. Treasurer's and Auditors' Reports –

- a. The Financial Statements and Auditors Report were circulated to members by email and published on the SHF Website members' area on 18 October 2024.
- b. The Wharf 7 Administration office has been overhauled, with accounting and bookkeeping functions outsourced to A D Danieli. This firm provides similar services to other, aligned organisations including the 18fters Club in Double Bay.
- c. The firm's principal, Sam Danieli, apologises for being unable to attend, as he has another AGM at the same time.
- d. Danieli is working closely with the Board, Team Leaders and paid staff to overhaul and streamline the accounting processes throughout the Fleet's operations. This will reduce our costs and improve our business practices.
- e. Stephen Zabetti and Cameron Hooper, from Accru Felsers (SHF Independent Auditors) attended to speak to the financial report and Peter Cole asked Mr Zabetti to address the meeting.
 - i. FY2024 – total revenue increased from \$1.7 to \$1.9 million, a pleasing result representing a solid 10% Year on Year increase.
 - ii. There has been a growth in bequests totaling \$820,000 compared to \$105,000 the previous year.
 - iii. This is a pleasant surprise, but bequests are by their nature inconsistent and cannot be relied upon as a stable source of income.
 - iv. In terms of profitability, the SHF surplus has doubled from previous year. Whereas in 2023 it was \$186,000, this year it is \$392,000
 1. This remarkable increase can be attributed to a general decrease in operating expenses, a trend we expect to continue in FY2025 based on decisions and strategies put into place since Financial Year End in June.
 - v. In respect of the SHF Financial Position, total asset increase from \$788,000 in FY2023 to \$947,000 in FY2024. This reflects a growth in cash as well as prudent management of resources.
 - vi. There has been a boost in equity, climbing from \$68,000 in FY2023 to an impressive \$461,000 in FY2024

1. These improvements are indicative of financial health and sustainability of management.
- vii. Cashflow has increased from \$479,000 in FY2023 to \$680,000 in FY2024.
 1. This upward trend in cashflow indicates that the SHF is moving in the right direction.
- viii. Cash holdings has increased by \$200k, as a direct consequence of increased revenue and reduced costs.
- ix. Decrease in short term provisions arising from the recently completed *James Craig* docking expenses; down from \$315,000 last year to just \$80,000. The remaining provision will support the next scheduled docking project in April 2026.
- x. Overall, financial position is much stronger than last year and previous years.
 1. This is attributable to proactive measures taken by the board of directors and the “operational reset” that’s now underway to address your historically high operating costs.
- xi. There is now a strong focus on maintaining positive cashflows and ensuring the company drives sustainability and growth.
- xii. In conclusion, SHF is heading in the right direction.
 1. Accru auditors have renewed confidence and are optimistic about SHF’s future.
- f. Peter Cole reiterated the importance of the SHF Strategic Plan and its four goals:
 - i. To continue to preserve, maintain, display and operate a collection of heritage vessels and maritime artefacts relevant to Australia’s maritime history.
 - ii. To deliver programs and activities specifically designed to maximise social impact and targeting the people of Sydney and beyond.
 - iii. To continue to build, develop and retain a skilled, productive and cohesive body of SHF volunteers, staff, members and supporters.
 - iv. To operate a well governed and financially viable museum as a social enterprise.
- g. We have a remarkable organisation. We are not standing still. We are not stopping any restoration. We are managing our risks.
- h. Peter thanked John Winning for his support to take the risks we’ve taken in recent years including Project SWAP and the James Craig refit.
- i. Ships, vessels, artefacts and research centres must be fit for purpose.
- j. Our organisation must be viable. We are now resetting and working on making this possible.
- k. We have lowered our overheads and put the organisation on the right course for sustainability and success.
- l. Peter thanked Jon Simpson for his leadership of the Grants Group that has delivered many tens of thousands of dollars of new funding to various projects throughout the Fleet.
- m. We are now trading our way to financial sustainability; something we have never historically managed.
- n. We cannot budget on hope. Many long-standing members would never have anticipated being able to operate the SHF without our former Patron’s ongoing support, but we are doing that.

- o. We need a support base. Other organisations manage this very well, including the Historical Aircraft Restoration Society and the Sydney Tramway Museum.
 - i. We can do much better with building membership and fundraising from our existing membership base.
- p. SHF must be more than “just for us”. We are however doing good things and delivering positive social impact. With this, other groups and people will believe we are worth supporting. This in turn will deliver future dividends.
- q. We are “hastening slowly” as we work through many of the recent changes to ensure we arrive at a sustainable and effective position with our operations.

The Treasurer’s Financial Report and Auditor’s Reports were adopted by acclamation.

CARRIED

6. RESOLUTION:

- a. That the minutes of the last AGM as published via the Members Area of the SHF website on 1 October 2024 be adopted.
 - i. **Moved** Brett Smith **Seconded** Amanda Woolley

1. CARRIED

7. RESOLUTION:

- a. In respect of Peter Cole standing for re-election at this AGM, the AGM resolves that S43.2 of the SMM Constitution be waived to allow a fourth term consecutive term of service on the Board.
 - i. **Moved** Jeremy Portzter **Seconded** Jon Simpson

1. CARRIED

8. Elections

NB: Notice of an election to be held during this AGM was given on 30 September 2024 to all members. Nominations closed on 16 October 2024.

- a. Between three and five Directors are to be elected at this AGM to ensure there are at least seven Directors on the Board. Three current Directors are serving terms which conclude at this AGM, being:
 - i. Peter Cole (elected at the AGM in 2022)
 - ii. Thomas Harris Brassil (elected at the AGM in 2022)
 - iii. Amanda Woolley (appointed by the Board to a casual vacancy in January 2024)
- b. Three nominations were received before the close of nominations on 16 October 2024:
 - 1. Peter Cole
 - 2. Thomas Harris Brassil
 - 3. Amanda Woolley

These were declared elected unopposed to a two year term; November 2024 – 2026.

RESOLUTION: That the election of three Directors be endorsed.

CARRIED

- c. Allan Kilby was thanked for his offer to serve again as Returning Officer and conduct a ballot in the event of contested elections as well as for his assistance in marking attendance at the beginning of the AGM.

9. Awards

- a. Albert Cup

- i. The Albert Cup is awarded by the Board to a Fleet member for outstanding contribution to the museum. The Albert Cup recognises our immediate-past Patron, Robert Albert AO who, for two decades, has been a generous benefactor and supporter, without which James Craig would not have been fully restored and, indeed, may no longer exist. Robert Albert was a member of the Board of Governors when they undertook to complete and finance the final stages of James Craig's restoration, an undertaking achieved for James Craig's recommissioning in 2000. Until his retirement, Robert Albert served the Fleet well as Chair of the board of Governors, as Patron, and the Fleet's major benefactor.
 1. **WINNER:** David Logie
- b. George Cook Shield
 - i. In memory of the late George Charles Cook 28.03.1931-26.09.1999 Each year, the Fleet awards the George Cook Memorial Shield to a James Craig volunteer recognised for their significant work and contribution to the ship. George Cook played a significant role in the history of James Craig. In 1973, after two surveys in Recherche Bay the previous year had decided salvage should be attempted, the question was - who could do it? Enter George Cook and his company Plant-Fab Construction and Installations. George offered the museum a remarkable deal. Plant-Fab would salvage the ship and arrange towage to Hobart on a 'no cure-no pay' basis. If successful, the museum would pay the salvage costs from its fundraising campaign. George's skill, determination and tenacity resulted in James Craig's hull being patched under difficult conditions in Recherche Bay by the Plant-Fab team, and successfully towed to Hobart.
 1. **WINNER:** Jeff and Jo Thomas
- c. Michael Schultz Trophy
 - i. Presented to a volunteer on the tugs Bronze-wing and Currawong for an outstanding contribution to the tugs. The tugs are essential to James Craig's departures and the tugs must wait for the ship's return to the wharf. On some occasions the tugs are needed to accompany the ship around the harbour. They sometimes assist other organisations to move vessels around which contributes to friendly co-operation with our harbour neighbours.
 1. **WINNER:** Lawrie Mrjden
- d. Michael York Trophy
 - i. Michael de Dutton York OAM became museum president in 1981 just in time to demonstrate the power of his mantra - "if you don't ask, you don't get" - by negotiating the free tow of James Craig from Hobart to Sydney. Over the years since, Michael York has secured many more remarkable gifts in kind for the Fleet. He was also Master of Boomerang for many years and a shipyard stalwart. The Michael York Trophy acknowledges the work of all those involved in a major Fleet project.
 1. **WINNERS:** ANMM Berrima Harman team

10. General Business

- a. *Rozelle Shipyard Operations*

- i. With the departure of Tim Drinkwater and Kim Davis at Rozelle, after 18 years of remarkable service, we are moving to a flatter model of volunteer leadership at the shipyard.
- ii. There will be a number of changes at Rozelle in the coming months and we appreciate members' patience and cooperation as the Works Committee finds its feet and begins putting the Board's plans for 2025 in to action.
- iii. Members of the Board have all taken on additional responsibilities in a voluntary capacity to pick up some of the day-to-day running of our operations.
- iv. Existing volunteer team leaders at Rozelle, on the *Craig* and at Wharf 7 have also been offered the opportunity to take on more autonomy and responsibility for the projects and activities they're already involved in.
- v. Over the past 6 weeks, a restructure working group made up of team leaders from the Rozelle Shipyard, Vessel Operations and all Board members came together to identify the tasks that would need to be managed ongoing that this would be a two stage process:

1. Stage 1

- a. This involved putting in place the people and processes to ensure that our Shipyard and Vessel Operations continued to be supported after November 2nd.
- b. To achieve this, the SHF Works Committee has been re-established. This is a committee that reports to the Board with management responsibility for the following areas:
 - i. Safety oversight of the Shipyard, including rostering of a Shipyard team leader on work days.
 - ii. Emergency Management for the Rozelle Shipyard.
 - iii. Day to day general activities at the Rozelle Shipyard.
 - iv. Support of vessel maintenance as required.
 - v. Support of restoration activities.
 - vi. Planning and resourcing of projects.
 - vii. Accounting and ordering of Stores and equipment.
 - viii. Ian Roy is the current Chair of this committee that is made up of Team leaders from the already established working groups at Rozelle.
- c. Operational vessel maintenance will continue to be managed by the Exec team for that individual vessel. The Exec Master / Engineer / Bosun will liaise with the Works Committee when support from the Shipyard is required, including the ordering of stores and equipment.
- d. Coaling / Fuelling - Vessel Execs are still responsible for ensuring their vessel is bunkered as required. Keith Wiig as Engineering Superintendent will be responsible to ensure bunkers are available when requested by the Vessel Exec.

- e. Safety Inductions / Specialised training for the Shipyard - Andy Munns is overseeing this area.
- f. Marine Regulatory Compliance - Brett Smith is now the Designated Person Ashore (DPA) and point of contact for AMSA, Maritime and other relevant marine regulatory bodies.
- g. Survey and Docking oversight - Ramon Rees is now managing this area and liaising with our appointed Survey company Maritime Survey Australia.

2. Stage 2

- a. As the new arrangements of Stage 1 settle in, the working group will be looking at the longer-term support requirements for the Shipyard and our Vessel Operations while moving to a flatter model of volunteer leadership where teams are given more autonomy to manage their areas of responsibility. We want to make sure that the new structure works well for all areas of our operations and as such will be taking the appropriate amount of time to ensure we get it right. We will keep you all updated as this further evolves.
 - b. Our restructure working group currently includes Ian Roy, Andy Munns, Keith Wiig, David Logie, Richard Toone, Garry Burns, Andrew Davidson, Jon Simpson, Ramon Rees, Tom Harris-Brassil, Peter Cole, Amanda Woolley, John Winning and myself. Please do not hesitate to contact any of these working group team members if you have any thoughts, ideas or feedback. We encourage and value your input. There will always be teething issues to work through, however we are confident that we will continue to meet our shared goals within the fleet.
 - c. We have a fantastic team of people at Sydney Heritage Fleet and I would like to thank you all for your efforts as we move towards our new operational model.
- b. John Oxley Sydney Festival involvement / project*
- i. The John Oxley will feature prominently in the opening of the Sydney Festival this summer. Not only is this a terrific marketing and awareness building exercise for the Fleet, it will deliver the SHF a significant 'appearance fee'.
 - ii. The vessel will be 'dressed' and decorated while alongside Walsh Bay for approximately one month.
 - iii. Significant restoration works will be undertaken ahead of its appearance, including a new funnel and handrails.
 - iv. This is another example of innovative fundraising and publicity projects that will enable restoration projects to continue successfully.
- c. Collection for an injured member*
- i. Heather is running a fundraiser for an injured member's rehabilitation and members are encouraged to contact her if they wish to contribute.
- d. Return and Earn scheme*
- i. Sally Ostlund is coordinating and ongoing effort to maximise our collection of Return and Earn credits for recycled bottles and cans.

- ii. Sally encourages a coordinated approach from members throughout the Fleet.
- iii. Fleet Forum reminders will be issued.
- iv. Members are encouraged to bring cans and bottles in from home to contribute from month to month.

11. Questions from the floor:

i. Re: Marketing and Fundraising Activities

1. The Board explained this was a focus area in the wake of significant staffing changes and a coordinated approach would be undertaken after reviewing membership, ticketing, marketing and related platforms.

ii. Re: WHS at Rozelle without a full time Operations Manager

1. Ian Roy reiterated that the Works Committee he now chairs will ensure compliance with all WHS laws and regulations and will promote a safety first culture, but reminded all members that safety is everyone's responsibility both for themselves and their workmates or fellow volunteers, so vigilance must be maintained even where you don't have a "supervisor" figure hovering around you.

iii. Re: Paid staff providing a base line of support

1. The Board reminded members that we do have a team of paid staff at Rozelle and Wharf 7 whose valuable contributions are ongoing. Where new staff may be appointed it will occur when new positions are deemed essential. These may not be a direct replacement for recently departed former staff and new positions may take on some existing or some new duties unrelated to the duties performed by former staff. This is an essential aspect of the operational reset currently underway to modernise and streamline our operations.

iv. Re: Boomerang status

1. Boomerang is maintained by a team of dedicated volunteers and is berthed at the Australian National Maritime Museum on display for the visiting public. It is operational and continues to receive grant funding thanks to the work of the Grants Team, led by Jon Simpson. This enables ongoing works projects such as new awnings and a replacement bow sprit. The Fleet will have to consider Boomerang's future as a vessel not in commercial survey and how it might be used to ensure its ongoing commercial viability now that the Albert Family's support for the Fleet and Boomerang has ended.

12. Meeting closed 7:55pm

- a. Members were invited by the Executive Chief Steward Louise Jones to meet on the top deck of *James Craig* for refreshments. The hospitality team are thanked for their hard work and professionalism.

NOTE: These minutes are to be approved at the next Annual General Meeting of the Sydney Maritime Museum.