



**ARTSOUND INCORPORATED**

ACN 083 850 739

# ANNUAL REPORT

2018/2019

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## Executive Summary

2018 marked the 35<sup>th</sup> year of ArtSound FM's establishment, development and 'place' in the local region as an iconic arts and music community radio service. Whereas a decade ago ArtSound had an assured and respected visibility in the wider community, there is evidence that is not as strong today in some regards.

It's also true that an organisation may or may not emerge successfully from a long period of division, associated with declining financial resources, and a somewhat lost unique and creative brand. Even though ArtSound FM continues to face serious challenges in terms of its financial sustainability and service delivery, it still manages in many areas to provide outstanding service to the arts in Canberra.

'Every day is a challenge' has been heard often during the last year and in truth that's been our experience as we've tried to restore ArtSound to a strong footing. The year has passed very quickly with some major developments taking a lot of time, effort and consideration. Although progress has been made we have by no means been able to resolve all those challenges, especially the financial situation.

Whatever has been achieved so far couldn't have been done without the volunteers, committees, staff and service providers who put in the effort and work with the Board to ensure that our aspirations to deliver high quality services, technology, promotions and branding can be met to ensure ongoing financial sustainability and listener support.

We have been able to establish clarity around ArtSound FM's finances and put in place better accounting and reporting practices; to finalise negotiations with Broadcast Australia, NCOM, ICMS and 1WAY to move our transmission site to Black Mountain Tower in July 2019; to participate in the signing of the 'participation agreement' with ArtsACT and other arts organisations towards involvement in the Kingston Arts Precinct; to analyse staffing needs and priorities towards focused, better delivery of new arts programs; to make day to day operations more efficient; to assess suggested changes to programming based on listener feedback and the arts engagement process; and to near completion of the new website, courtesy of Cordelta.

The Board acknowledges the voluntary contributions made by many ArtSound members over the past year to support development of a sustainable, vibrant and inclusive ArtSound FM. The aim is a compelling and interesting community radio service that takes into account changing demographics and emerging technologies.

**This report from the ArtSound Board of Management covers activities for the period from 6 April 2018 AGM to 20 May 2019.** It should be read in conjunction with the 2018 financial statements and auditors report, financial comparisons from 2016 to 2018, and profit and loss statements, January to April 2019.

## President's Report

Radio is a compelling and influential medium even in today's world of fragmented and continual 'noise'. It's essential that ArtSound FM strengthens and develops its own unique brand to be able to cut through the 'noise'. To be heard in the wider community in sufficient numbers, we need to make a difference and be different.

Managing ArtSound and facilitating the kind of innovative and creative development needed at the moment requires a lot of effort from Board members, staff and volunteers. The amount of effort needed is not sustainable without a much more efficient operating framework and an effective and up to date business model, one that can be sustained with sufficient reserves to carry the organisation through the inevitable changes to funding models, legislation, technology, community needs and expectations.

Over the past year we have tried to address and resolve key problem areas while dealing with the multitude of issues that arise on a daily basis. ArtSound is a diverse and complex organisation operating in a fast changing world with fast changing technologies. We have tried to establish a foundation to enable ArtSound to grow and develop in new and sustainable ways and to build new audiences whether by FM, Digital Radio, New Media, Senior Memories Service, more productive use of the studios or, in general, changing how we promote and manage ArtSound.

Initially, we found it very difficult to plan and make decisions in the absence of sufficient up to date information and references. Bringing our records into more accessible and efficient working order has therefore been a high priority.

We looked into options and costs for retaining our transmission site at Poppet Hill (PH) or moving to Black Mountain Tower (BMT). Eventually in December 2018, by developing good relationships with the other two stations involved in the relocation, 1CMS and 1WAY, we were able to negotiate a discounted agreement for relocation to BMT which is now scheduled for completion in July 2019.

New committees were established: Constitutional and Policy review to enable any board to deal more effectively with the governance and strategic issues we were experiencing; A Training and Presentation Standards Committee to refresh our broadcast capacity and broadcast standards; and Library Committee to support presenters and program delivery.

Issues with security in the studios have been addressed via a system upgrade and tighter procedures to protect both ArtSound and those who use the facilities. In order to present a more professional approach for clients and potential users of the facilities, the studios (and shed) have been cleaned up, obsolete equipment disposed of, records inventoried and rubbish removed. This work in progress is nearing completion.

Early in our term, ArtsACT expressed serious concern about ArtSound's governance, and its financial sustainability further to the 2017 Annual Report delivered in April 2018. The Board understood and agreed with these concerns and has tried to address them with available resources and with limited success, in some areas. This included the high priority of developing programs that demonstrably support local arts.

The significant drop in membership and listeners over several years indicates what funding, arts organisations, listeners and members are telling us. That is that trying to be all things to all people, or playing music which encroaches on stations with a general licence remit, whether commercial or community has failed to deliver either good sponsors, new members or increased listenership. Particularly in the absence of high quality dedicated arts programs.

Our licence remit gives us exceptional opportunity to produce intelligent programs across a broad range of genres and arts programs from very early to contemporary music, all of which enables a broad spectrum of compelling radio for appeal to listeners of all ages and demographics.

Communication became an issue given we had seriously tried to communicate often and openly within normal constraints via the newly formatted newsletter, yet this still left some volunteers dissatisfied. While we envisage that the new website will make it easier for both the Board and members with improved face to face interaction and social activities. In the interim we have changed how we communicate going forward, via more focused memoranda on specifics, plus a slightly different format for the newsletter.

It has also become clear that changes are needed to the membership/volunteer framework as raised by the Communications team and verified by the experience of this Board in trying to manage the organisation. See Constitutional Review below.

The Board is also aware that not all its decisions have appealed to all volunteers especially those related to changes to programming, presenting and general operations. We trust that as we move forward it will be possible to dissipate these differences.

In the governance section of this report we refer to the 2017 AGM & SGM Motions. Attachment 4 to this report provides a full analysis on the validity of those motions.

I thank my fellow Board members for their efforts and support during the year and especially for their ability to find humour in adversity.



Amalijah Thompson  
President

## Treasurer's Report

This financial report comes with good news and bad news as do most financial reports. Taking on the role of Treasurer for a community association is not an easy one particularly when the financial records and status of that organisation are not in the best position.

The financial statements for 2018 show a deficit of \$45,636. The 2018 deficit is because despite raising over \$25,000 in donations we needed to repay part of a 2017/18 CBF grant of \$7,975, pay an outstanding tax bill from 2016 of \$8102, pay salary adjustment for the office manager of \$1,900 together with a shortfall in the expected income for the year, which can be attributed in part to issues around inability to significantly increase revenues from, in particular, sponsorships.

Even though Audio Services income is rising and membership has shown a slight increase recently, without significant income from sponsors and/or fundraising activities, ArtSound will continue to struggle financially.

We were able to decrease spending in certain account areas but were also impacted by management changes in two major sponsors (CSG – photocopier lease) and Security 1 and the loss of contra arrangements with those companies. Now that we have the complete picture of ArtSound's operating expenses, we are able to focus the budget more effectively ahead and we are already seeing positive impacts on our business operations because of increased investment in staffing.

The Board thanks Chris Deacon for his generous offer to further reduce his already discounted consultancy fees and contracted hours to assist ArtSound's longevity. Chris continues as Manager Technology under this new arrangement which provides a means to fund additional staff, some of whom are being mentored as part of the technical team.

ArtsACT had reservations providing funding to ArtSound in 2019 due to issues they had raised on the poor governance and recording of financial transactions during 2017. They needed to know that ArtSound was a going concern before they would consider releasing all the funding. The auditor was able to finalise the 2018 audit and although there was a deficit for this year, they determined that ArtSound is a going concern and can pay their outgoings as they come due (see attached letter).

Our focus for the next year needs to again be increasing the diversity and quality of what goes to air in particular for dedicated arts programs so that we are better placed to increase income to support the continued delivery of this fantastic radio station.

During the last 12 months, the Board has spent considerable time reviewing and changing processes, documenting procedures and reconciling and trying to understand the financial position that ArtSound was in since taking over from the previous Board in April 2018.

Reporting from Xero has been difficult as we were set up to function in accrual accounting processes to enable reporting to ACNC and not on a cash basis, which is easier for reporting and tracking cash flow. Following advice from our auditor the Board agreed to make a

change from accrual accounting to cash basis to allow better reporting on a day-to-day basis with the agreement that for each audit we would need to report with accrual accounting.

For most of the year the bookkeeping was done by the then Officer Manager Leith Dudfield as a supplementary role to being the Office Manager. This meant that she was aware of the daily comings and goings of ArtSound from a financial perspective. Leith then moved to a new role and left ArtSound at the end of September 2018, so I found myself taking on the role of treasurer and bookkeeper for ArtSound as well as working full time. The Board agreed to the appointment of a bookkeeper and we employed Abin Pyakurel from Finite Bookkeeping. Abin has extensive bookkeeping skills, experience in using Xero and is a registered tax agent for the purposes of submitting the BAS.

The proposed 2019 Budget attached to this report is ambitious and to achieve this we need assistance from volunteers to support fundraising activities in particular.

Jacqui Knobel  
Treasurer

## **Governance**

The Board has met monthly and sometimes fortnightly over the last year.

### **1. Licence renewal and compliance**

Preparation for licence renewal in 2019 began in 2018. All existing policies have or are being reviewed, including with the relevant bodies to ensure we are licence compliant on a day to day basis within any necessary changing programming aims or improvement. One discussion with the CBAA confirmed that any application to vary our licence in any significant way would put our licence at risk. Our strength is in our uniqueness, not in being the same as everyone else. This is especially the case if variation or our current operations encroach into the licenced areas of other stations. We've also been advised that CBAA is actively checking and responding to complaints relating to community radio station encroachment. We continue to look into this issue in the lead up to submitting the application for licence renewal, including any possibility of strengthening the arts elements of our licence.

### **2. Constitutional and Policy Review**

It became clear very early in our term of office that ArtSound FM's Constitution and Policies needed updating. Two teams worked during 2018 to review and bring both the Constitution and our Policies up to date in preparation for licence renewal.

The Board hoped to have the draft revised Constitution ready for member input by the end of 2018 for consideration at the 2019 AGM following member participation and input. This hasn't been possible and the process will continue after the AGM, including advising the mechanism to seek member input. A key area identified by the board and others for possible adjustment is the process for board elections.

To better serve ArtSound FM's operational and management needs moving forward first draft revisions of all our policies have also been provided to the Board for consideration.

The Board thanks Wal Jurkiewicz, Tim Lamble, Steven Stroud and Gary Knobel for their hard work on the above projects.

The Board has also experienced that the current membership framework is not necessarily one that today may best serve ArtSound. How people 'connect' today, how they contribute and 'join' organisations, 'support' ideas, business, or individuals is very different to how that worked when for example ArtSound was established. The Board will be recommending changes to the Constitution to take this into account to reframe for the future the relationship between members, subscribers and volunteering.

### **3. Strategic Plan**

Review of a Strategic Plan is needed annually and we are taking into account emerging or new priorities. Adjustments will be reflected in that reviewed plan for inclusion in the 2019 licence renewal application. Members will be able to input as soon as practically possible.

### **4. Grants**

- **CBF:** During 2018 our grant application to the CBF was approved in the sum of \$45,000.00 to cover transmission costs for the 2018/2019 period. We will receive advice by the end of May as to whether our application for 2019/2020 grant for \$84,000.00 has been successful in full or in part. The application included subsidy for a business development manager and transmission and power costs.
- **ArtsACT:** We were able to acquit the 2017 grant in May 2018 and are in the process of acquitting the 2018 grant. The Board is very pleased to note that ArtsACT has advised today (22 May 2018) that they are able to release the second half of the 2019 grant on receipt of invoice.
- This Board has operated under agreed portfolios for each Board member and a portfolio priority will be someone dedicated to grants and fundraising. Not only to apply for and acquit grants but to continually monitor where other grants are available.

### **5. Staffing and Service Providers**

Following analysis of priorities the Board created several new part time staffing positions to help stimulate key areas of focus. This included a Broadcast Production Coordinator to

support production of new programs and provide better support to presenters and broadcast operations generally, 20 hours a week; an Administrative Assistant, 20 hours a week; Technical Support/IT, 10 hours a week to enable Chris Deacon to focus on higher level areas such as the move to BMT; and via a generous donation a part time Project Manager Operations. These appointments are already moving several operational areas significantly forward and the full new team including Tony Hunter (audio services) and Chris Deacon (manager technology) has excellent qualifications and good energy. Unfortunately, soon after she was appointed our new administrative assistant person Paula needed to take urgent personal leave and Joseph Heys is currently filling in for that position.

### **Arts and Education Engagement**

While dealing with governance and financial issues, we appointed an arts and education officer (Ruth Oliphant) to investigate our relationship with the arts community and to seek their feedback on our services, with the aim of developing new arts programs that fulfil those needs. The foundation Ruth established during this process has been invaluable. A sponsor funded Ruth Oliphant's short term contract and we hope to have Ruth back on board again when she is available.

### **6. Committees**

ArtSound Committees operating during 2018 and 2019:

- Constitutional Review
- Policy Review
- Programming
- Training and Presentation Standards
- Library
- Communications
- Senior Memories Service

### **7. Funding and fundraising**

Financial sustainability is a major concern at ArtSound, in common with many community radio stations; the issue represents a significant challenge. Staying on top of all the day to day activities of the station with limited resources is challenging and we understand the need to adopt new strategies to survive and flourish. To date we have relied on grants, membership, sponsorships, donations, special events and community partnerships; in all these areas it is hard to gain ground.

While we have tried to use existing avenues more effectively, we have also looked into platforms such as crowdfunding to deliver more substantial revenue streams. All fundraising activities require careful planning, adequate resources, clear goals, strategies and time

frames to be successful and what may have worked in the past may not work in today's more competitive community radio and non-profit world.

Sponsorships and subscriber numbers link directly with the overall quality of what goes to air and how interesting and meaningful that is to the wider community. We are finding that even people with a strong marketing background have been unsuccessful in engaging sponsors. We have approached two foundations and are waiting to hear back from one. We also looked into partnering with another arts organisation to run a benefit concert early this year but couldn't find anyone to drive that forward at the time.

The Board itself raised approximately \$25,000 in donations; \$8,500 was raised from rental of Studio four; \$8,000 via the garden party fundraiser and book/music fair; and \$10,000 from the Canberra Southern Cross Club to support the Senior Memories Service.

The Board has been planning since 2018 a series of re-launch events in liaison with various volunteers to coincide with the move to BMT, better transmission, new website, and new and improved programming. It is clear that without greater human resources including sufficient and focused staffing, the dates will keep being pushed back.

We also consulted recently, via a recommendation from a member, a very experienced marketing expert with long experience in radio. His input confirmed what the Board has experienced; that our sponsorship packages are too expensive to be competitive and are not enticing in comparison with other stations. He also pointed out the need for a clear, unique brand that differentiates ArtSound from other stations in the region.

The Board welcomes further input and actions from members and volunteers who have the interest and capacity to move this area forward.

## **8. Special General Meetings**

Two years ago, motions were passed calling the Board to hold special general meetings in August and February each year to report to the membership beyond their normal duties and responsibilities. While we understand the frustrations that existed when the special general meetings stipulation was approved, our recommendation to this Annual General Meeting is that, for the sake of ArtSound as a whole, we let the past be the past and move on. **The Board's research and analysis relating to those motions is provided for members as Attachment 4.**

## **9. APRA/AMCOS and PPCA - SMS**

The ArtSound Board is working with the Senior Memories Committee, PPCA and APRA/AMCOS to achieve clarity around copyright and licencing costs given these may affect our ability to deliver an expanded service.

## SPECIAL PROJECTS

### 1. New Website by Cordelta:

During 2018 we were offered a commercial quality website pro bono by Cordelta as a community service. We have been working with them consistently since then to develop the site. It was originally scheduled to go live in October 2018. Delays within Cordelta due to pressure of other work pushed that date back several times and while this was disappointing we now expect the site to be up within a couple of weeks. Cordelta will host the site at no cost to ArtSound.

### 2. Kingston Arts Precinct:

Not long after we became a Board the Kingston Arts Precinct project was reactivated by ArtsACT. We have participated in the workshops and meetings over the last months in order to clarify what kind of involvement ArtSound might have and the consequences of the stay or go options. In our case, given the dilemma of sustainability that ArtSound was facing we put forward a third possibility. This was the option of staying in Manuka, put energy into rebuilding and developing ArtSound but to support the precinct with more visibility via a satellite studio presence in Kingston.

Gradually the details for the precinct generally have been worked through between ArtsACT and the arts organisations involved. Recently a *Process Agreement* was signed (non-binding) moving the collaboration forward. In relation to ArtSound moving, it's been confirmed by ArtsACT that there is no guaranteed line of sight FM transmission from Kingston. Learning that no arts organisation including ArtSound has been or is under pressure to move has made it easier to assess all the options. No option is risk free and much still depends on whether ArtSound can recover in time to be viable in any location.



*Photo: ArtsACT and Land Development Agency representatives with Chairs of the participating arts organisations, at the signing of the Process Agreement.*

## **ArtSound Committees**

### **1. Programs**

The Program Committee is charged with overseeing on-air program operations, exercising quality control over programs, and supporting program innovation.

During 2018-19, the Committee developed policies and procedures relating to various aspects of station operations including transitioning from trainee to presenter, appointing new presenters to program teams, and presenters returning to air after time away.

It also helped to revise the station's copyright guidelines, and has developed a presenter-review assessment checklist.

The Committee met with Program Coordinators about such issues as ensuring all programs remain within ArtSound FM's licensed areas of programming. Other meetings addressed the need for the development of new ideas for arts-related programming, and the Committee has also worked with advisers appointed by the Board to address that need.

The Committee also met with ArtSound FM's technical staff to develop specifications for pre-recorded programs and other sound files. Thanks especially to Len Power, Steven Stroud, and Chris Deacon for assistance in formulating that document.

The Committee has worked with Program Coordinators and the Board in an ongoing process of endorsing program policy briefs to ensure they are ready for inclusion in the station's 2019 license-renewal application. The Committee has also developed a policy for the annual review and recommissioning of programs. In the process, the Committee will consult with Program Coordinators to ensure smooth operation in such areas as provision of presenters, presentation issues, and adherence to program guidelines.

#### **New Programs**

During the year, ArtSound-produced programs have been added: Blue Notes (Wednesdays 10-11pm), The Bach Family (Fridays 2:30-3:30), The Early Music Experience (Sundays 7-8pm) and A Jazz Experience (Saturday's noon to 2pm).

The Committee is working with ArtSound staff and volunteers on arts-related programs that are slated to be added to the roster soon including collaborations with Astro 3D (the ARC Centre of Excellence for All Sky Astrophysics in 3 Dimensions), based at Mt Stromlo; AIATSIS (the Australian Institute for Aboriginal and Torres Strait Islander Studies); Canberra Museum and Gallery; CAPO; PhotoAccess; two seasoned arts presenter/personalities in Canberra; and others.

A new syndicated program has recently been added: 18 episodes of A Year of Jazz, hosted by Neil Sheldon from Manchester, U.K., which is to be followed by 60 episodes of his companion program, The Roaring Twenties. The Committee first approved the addition of A Year of Jazz in 2015.

Two programs were discontinued during the year, Liquid Sunshine and Tapestry; others were rescheduled to accommodate new programming; and two earlier programs (I Love a Piano and Broadway Musical Yearbook) were returned to the schedule temporarily. Other recommendations are with the board for consideration.

The Committee has provided about 500 tracks from the library for addition to the automated feeds of Soundspace and After Hours.

The Committee is working with the Library Committee to provide presenters with various aids. It has circulated, for example, a guide (in progress) to some 350 CDs in the jazz library. This has been well received, so the Committee is now working on guides for other sections of the library. Presenters can use digital versions of the guides to preview selections via streaming services. The Program and Library committees are now working to provide presenters with guides to other sections, as well as a listing of all CDs in the library's CatRaxx database, so they can listen to the library's holdings via audio-streaming services.

## **2. Communications**

The Communications Team is charged with developing and implementing communications, marketing, and public-relations PR strategies and campaigns that promote ArtSound FM and its mission, aims, and objectives.

During 2018-19, the Committee prepared and delivered 8 issues of an enlarged, professional-style member newsletter and it continued to work with Office and Board personnel to refine the ArtSound FM Public Relations & Marketing Strategy.

It assisted in the development and delivery of the station's forthcoming new website, including by researching and recommending consistent visual and operational branding, functionality, and presentation of ArtSound FM through the website and other station identifiers. And it created designs and implementation of digital and hard copies of posters and brochures for ArtSound FM events including the CD and Book Fair of June 22-24 and the fundraising Garden Party of 6 October 2018. It assisted the organizers Peter Sullivan and Ursula Reid, respectively, in publicizing those events.

It developed a range of ArtSound FM-branded merchandise as passive income for the station. By selling limited-edition ArtSound tee-shirts and other merchandise via [redbubble.com](https://www.redbubble.com), the committee ensured that ArtSound has no cost exposure from unsold inventory. The Board particularly thanks Marisa Martin for the considerable amount of work she has done for ArtSound over the past year.

The committee created a proposal for restructuring of ArtSound membership: its fee structure, process, and benefits. This proposal is on the table for consideration during 2019 as part of the Constitutional review process.

## **3. Library**

The Library Team maintains and expands the ArtSound FM library and plans for the advent of new delivery methods by record labels and distributors.

During 2018-19, the team catalogued and added more than 2,000 CDs to the library. It received and is processing thousands of CDs donated by retired presenter Jim Mooney.

It conducted an audit of the library, to establish a baseline of future additions and losses.

It reorganized shelves transferred from the live recording studio sound lock to accommodate several thousand more CDs.

The Team is collaborating with the Program Committee on library genre guides (see above).

The team also worked with volunteers to catalogue hundreds of archival items — CDs, DAT tapes, etc. — that store past ArtSound FM broadcasts for current and future programming use.

Planning for development of a digital library component is ongoing.

#### **4. Training and Presenter Standards**

A Training and Presentation Standards Committee was established in 2018 with responsibility to deliver training courses for new presenters, additional modules such as interviewing and other broadcast skills, refresher seminars for existing presenters, regular one-on-one guidance, and mentoring to support presenters and to ensure they comply with station content policies. The ‘six week classwork’ stage of the first training course for 2019 has been completed and six new students are now working through the second stage towards accreditation via a new training incubator program (A Jazz Experience) developed in liaison with the Program Team to provide experience on air, in program development and in working as part of a program team to ensure consistency in program delivery and standards. Additional coaching sessions have been developed with a focus on voice control and individual presentation skills.

The library team has provided support in the form of a ‘jazz genre guides’ and instruction on library use.

Future courses and special modules are under development. A weekend course in interview techniques, editing and production is planned for June and a new presenter training course for July.

#### **5. Senior Memories Service**

This year has marked the 6<sup>th</sup> anniversary of the commencement of our trial Senior Memories internet radio service for residents of participating aged care facilities in Canberra and Griffith, Yoogali and Finlay, NSW; the service is directed at improving the overall quality of life of aged care residents. Earlier this year the service was extended to include ACT RSL Life Care facilities; it was jointly launched by the ACT Minister for Arts, Seniors and Veterans and the RSL LifeCare General Manager for the ACT & Southern Tablelands. It is very clear that Senior Memories enjoys strong support from the Minister. Each facility has its own approach to program delivery, whether in community lounges or residents’ rooms. The overall effectiveness of the service depends on the extent of integration of Senior Memories’ programs with each individual facility’s lifestyle and activity programs, and ‘ownership’ by coordinators; these will be important considerations in a future full evaluation of the service. Receiving ongoing feedback from facilities enables fine-tuning of

the service including daily timing of certain programs, e.g. to include more nostalgia music at meal time and a 'live' program later in 2019 is under development.

Sponsors past and present include the ACT Government through its Seniors/Veterans Grant Schemes, Infinite Networks, Rural Funds Management, Southern Cross Club of Canberra and the Rotary Club of Belconnen.

Arising from Senior Memories participation in the Council of the Ageing's Seniors Week, ArtSound representatives have met with the University of Canberra's Associate Dean of Research and an Associate Professor in Communication and Media Studies with a view to ArtSound FM/Senior Memories assisting a study into the effectiveness of news and music in improving the lives of aged care residents. This research will be invaluable in confirming direction of the service ahead.

The treasurer has established greater clarity around income and expenditure relating to the service so that grants and income and expenditure can be tracked more easily. The Southern Cross Club Canberra awarded \$10,000.00, due in July 2019. The Board is working with the SMS Committee to develop an agreement outlining operating parameters for sustainable expansion of the service.

## **6. Development & Operations**

- **Volunteer interest and engagement**
- **Arts Partners**
- **Arts Interviews**
- **Young Virtuoso Award**
- **Technology**
- **Audio Services**
- **Live Recording Concerts**

### **a) Volunteer Interest and Engagement**

Many expressions of interest for volunteer engagement have been received during the last year. Interviews are conducted and volunteers either engaged in compatible areas or placed on waiting lists for training or other opportunities. It is not always possible to fit a volunteer's interest and abilities with ArtSound's needs and capacity; however, the number of positive, productive volunteers joining the ranks is encouraging. New processes are being put in place to ensure that the assessment, induction and management of new volunteers work more effectively.

Areas of engagement include training for presenting, production, sound engineering, office, website and social media support, editing and library. With thanks to Neil Doody for picking up current website maintenance.

## **b) Arts Partners**

The Board has been revising these relationships. ArtsACT provides funding for ArtSound to support the arts in Canberra. Charging other arts organisations like ourselves for what ArtsACT pays us to do didn't seem a good basis to build mutually beneficial relations. Not all arts organisation or young artists can afford the annual fee which creates inequity. In any case, the income generated was too small to be really useful. We are talking to artists and arts organisations to establish what the most productive options are today.

## **c) Arts Interviews**

In the past 12 months ArtSound FM broadcast 130 interviews with a diverse range of artists. The majority of these were musicians, but literature, the visual arts and theatre were also included. Theatre has also been very well covered through the interviews conducted by Bill Stephens OAM for his weekly program In the Foyer. In April we provided focused coverage of the National Folk Festival with six interviews with performers that were broadcast on Arts Café and Disk Drive in the week leading up to the festival. In May, a special edition of Arts Café was devoted to the 2019 Canberra International Music Festival with interviews with Roland Peelman (Artistic Director) and Alex Raupach (General Manager). Some highlights among the interviews: jazz singer, Michelle Nicole in February; conductor, broadcaster and music educator Graham Abbott; in November, international pianist and director of the Australian Chamber Music Festival, Kathryn Stott, in February.

## **d) ACT Young Virtuoso 2018**

ArtSound FM again sponsored this annual event with thanks to Annabel Wheeler, Chris Deacon and Andrew Blankensee. There were three applicants for the award— pianist Jacob Wu (a year 10 student at Melrose High), violinist Shirahni Mudaliar (in her first year at the ANU School of Music) and pianist Mia Huang (in her 4<sup>th</sup> and final year at ANU). They all played beautifully and enjoyed the 'recording studio' experience. The judges (Sally Greenaway and Marin Budos) conferred, complimented all contestants and announced Mia as the winner. Her grandparents were streaming online so Mia expressed her delight on air in Chinese! Mia wants to make her living as a professional musician and is hoping to continue to study and to further her interests in chamber music. Mia Huang represented ArtSound at the national final of the Fine Music Network Young Virtuoso Award in Brisbane on Sunday 25 November.

## **e) Technology – Chris Deacon, OAM, Manager Technology**

I have pleasure in reporting that 2018/19 saw further development and refinement of ArtSound FM's facilities and capabilities, despite limited financial resources.

Major efforts have been focussed on relocating our transmission facilities to Black Mountain (along with 1WAY FM and 1CMS FM), encompassing both technical and legal requirements.

ArtSound moved from Black Mountain to the Poppet Hill site in 2015 because of irreconcilable technical difficulties with the antenna that restricted the coverage and quality of each station's broadcast signal at that time. The new site operator initially offered the

prospect of lower-cost and better facilities, however it became evident that Poppet Hill had numerous shortcomings (less than optimum coverage, prone to lightning strike and power surges, restricted access, unacceptable broadband performance, etc.) leading stations to re-open negotiations in 2018 with Broadcast Australia (BA), operators of transmission facilities at Black Mountain.

BA's offer of access to the high gain ABC antenna on Telstra Tower, plus other service improvements that were previously unavailable, led to ArtSound FM, 1WAY FM and 1CMS FM signing agreements to commence services from Black Mountain around July 2019. The new site will deliver a stronger and higher quality signal to community radio listeners who currently experience reception issues in the Canberra region.

In 2018, the Consortium was successful in securing Community Broadcasting Foundation (CBF) funding to support some of the costs of the relocation, including the acquisition of a new shared standby transmitter. ArtSound FM will also install its 2.5 Kilowatt transmitter at the new site until funding for the new transmitter is finalised.

During the reporting period, several transmission-related failures affected our regular programming. Our 90.3 MHz translator service failed for several hours due to component failure in the ageing transmitter. Thanks to a loan from 1CMS, a replacement transmitter was installed until repairs could be made. Not long after, on Boxing Day 2018, an off-air receiver also failed. A temporary replacement unit was installed within two hours. Notably, these were the first failures at that site in 12 years of 24/7 operations.

At the main transmission site, earlier this year, a major UPS fault caused us to be off air for some 12 hours overnight. Recently, failure of the 1CMS microwave link interrupted regular programming for two days while emergency repairs were made using ArtSound spare parts, although emergency transmissions were maintained throughout (thanks to Shane Perkins of 1CMS for climbing the tower at short notice). Lack of reliable broadband at Wamboin means both 1CMS and ArtSound currently have no choice but to rely on a single microwave link that links respective studios to Poppet Hill. This vulnerability will disappear when stations relocate to Black Mountain.

Technical development work at the studios has progressed during the year, including upgrading server facilities, audio file management and backup, remote desktop access, automation and playout systems replacement, air check and logging recording, video surveillance, OB storage, completion of the recording studio sound-lock, KVM extender upgrade (Studios 1 and 2), replacement of satellite delivery with DDN Plus, and server upgrades (Studios and Master Control).

With the likelihood that digital radio services will commence in the second half of 2019, preparations have been taking place to ensure equipment installation and provision of a fibre connection to Master Control takes place smoothly. Modifications to studio delegation switching to accommodate more sophisticated programming demands involving FM, DAB+ and online platforms are in progress. Equipment and service provision will be funded for an initial three years.

Conceptual proposals for a “street side” satellite studio planned for the new Kingston Arts Precinct were developed to assist the Board in its deliberations concerning possible relocation of the studios.

With the long-awaited update of the website, technical support was provided to the development team to ensure integration of online and automation facilities.

Training in use of new playout software and portable recording equipment has been provided to individuals on request.

Increases in technical personnel during the year has enabled long overdue disposal of obsolete equipment and updates to the assets register to be made.

Support of the Senior Memories project continued with regular program scheduling and expansion of services to Finley NSW and three RSL LifeCare sites in the ACT.

Technical support was provided to 2SER-FM for their annual national budget broadcast, for the COTA Senior’s Fair OB, and for the Young Virtuoso of the Year Competition live broadcast.

The appointment of Keith Andrew to the technical team has enabled recent IT administration and upgrades to be implemented. Keith is also being mentored in key technical aspects of the station’s operations to augment maintenance work and emergency backup and response.

Other developmental work is being supported by part-time volunteers and students, including investigations into establishing public access to programs on demand, custom software development for in-studio emergency annunciator and advisory use and the refurbishment and expansion of ArtSound’s digital music database.

I attended the annual Technorama Conference in Melbourne in 2018 where I was awarded a Lifetime Achievement Award for technical services to the Community Broadcasting Sector.

As funding is available it will be possible to upgrade the station’s remaining technical facilities and to support planned initiatives in 2019/20.

Among priorities are the need to replace the main transmitter, upgrade Studio 1, 3 and 5 studio consoles, replace audio monitoring and delegation switching to meet emerging digital requirements, upgrade outside recording and broadcasting kits, establish training IT facilities, upgrade broadband connections at studio and transmitter sites, and manage of the station’s digital program archives.

The resulting benefits will directly accrue to the community in the form of improved ArtSound programming and better opportunities for community participation in our new digital media ventures. As the station develops, those opportunities will grow, and ArtSound’s viability will be more secure.

It is rewarding to continue to support such progress and I am most grateful to the members of ArtSound’s technical team who have provided valuable assistance during 2018/19.

## f) Audio Services

As ArtSound continues to rebuild and put in place changes for the smooth running of the station, Audio Services is beginning to benefit from this rejuvenation. Revenues haven't recovered to the level of earlier years; however, there with increased promotion there has been a gradual increase in the stream of work coming to all areas of audio services and with the new website imminent, promoting the studios should be more effective. The Board is working with Tony Hunter (Senior Sound Engineer) and Christian Huff-Johnston (Project Manager Operations) to develop ideas to expand the services we provide.

Work carried out by Audio Services included:

- Studio work (Mix/Master, audio editing, small recordings): 23 jobs were completed in this period, most in the two to three hour range.
- Audio Services produced two full album productions, one for Tony Haley, the second one we have recorded for Tony, and another album for The Awesome, their third album recorded by ArtSound.
- Voice recording (voiceovers and interview recordings): 14 jobs, most notable were an interview with Sir Angus Houston and the production of an audio book for Hachette Australia of author Haigh Mackay's new book 'What Makes Us Tick'. This was the largest job undertaken this year and we look forward to further work with Hachette in the future.
- Audio Preservation Audio Preservation work for 2 clients: Robin Mackenzie for a cassette archive of oral histories from NT Aboriginal elders, and Gerry Machutta to archive his collection of stereo and multi-track recordings.
- Domestic Transfer (cassettes, tape, vinyl, home recordings etc.): 28 jobs, many for multiple recordings.

Studio 6 is also being used now for archival transfer of part of ArtSound FM's heritage collection for rebroadcast into new programs.

## g) Live Recording Concerts

We have continued to record **National Folk Festival** concerts and interviews. For example in 2019 Judy Baker coordinated our involvement at the festival recording 5 pre-festival interviews. Jeannie McLellan recorded an additional 13 interviews plus five street performances. Bill Robertson and Kimmo Vennonen recorded a total of 34 concert performances.

Annabel Wheeler, Tim Lamble, Bill Oakes and Chris Deacon have continued to record performances for broadcast. Christian Huff-Johnston (Project Manager Operations) has also successfully negotiated ArtSound FM access to record at Llewellyn Hall for future Selby and Friends or other concerts.

Annabel recorded five classical concerts and the Resonants Choir performing Broadway songs at the Ainslie Arts Centre. Other venues were churches (St Paul's and All Saints), Wesley Music Centre and Sally Greenaway's studio.

Bill recorded 48 concerts which included Selby & Friends concerts at the National Gallery, a lot of concerts at the Wesley Music Centre (including the ArtSong Canberra series and many Wednesday lunchtime performances), several recitals at the Crisp Galleries in Bowning and two by the Canberra Bach Ensemble at St Christopher's Manuka.

**Tim recorded a total of 55 concerts:**

Latitude 37 (Baroque trio) 1	Robert Schmidlii (piano) 1
Musica da Camera (string orch) 1	Barbara Jane Gilby +4 others 1
Federation of Australian Mandolins 1	Canberra Sinfonia 3
Trio (organ, trumpet, sop) 1	Selby & friends 1
Two organs, two organists (Yass) 1	National Capital orchestra 2
Spooky Men's Chorale 1	Canberra Choral Society 1
Sydney Consort (Baroque trio) 1	Oriana Chorale 2
Craven Creek Festival (Gloucester NSW) 2 days	I Progetti 3
Wayfarer's Australia 1	CIMF 2018 (5 concerts), 2019 (18 concerts)
Canberra Grammar senior students 1	Ad Hoc Baroque 3
Joshua Ryan (organ) 1	ANU Choir (SCUNA) 3

**Chris Deacon recorded/broadcast for the Friday Night Live program during 2018/2019 the following:**

<b>DATE</b>	<b>ARTIST(S)</b>	<b>LOCATION</b>
January 5, 2018	Ian Cooper with guitarist Ian Date	Canberra Southern Cross Club
Jan 12, 2018	Ross Clarke Quartet	ANU Reunion PopUp Village
January 19, 2018	Jef Neve solo piano	Bungendore Woodworks Cafe
January 26, 2018	Hannah James Trio	Bungendore Woodworks Cafe
February 2, 2018	Andrew Robson Trio with Sandy Evans and James Greening	Gods Café ANU
February 9, 2018	The Antipodes Sextet	ArtSound Studio A
February 16, 2018	Damien Slingsby Sextet	Gods Café ANU
February 21, 2018	Wanderlust*	ANU Reunion PopUp Village
February 23, 2018	Prisoners of Jazzkaban	Floriade
March 2, 2018	David Braid & the Penderecki String Quartet	Canberra Grammar School
March 9, 2018	Daniel Hunter and Warren Walker	Greenaway studios
March 16, 2018	Sydney Jazz Trio	Gods Café ANU
March 23, 2018	The Alaska String Band	ArtSound Studio A
March 30, 2018	Sandy Evans Quartet	Gods Café ANU
April 6, 2018	Gai Bryant Quintet	Gods Café ANU
April 13, 2018	Eamon Dilworth Quartet	Loft
April 20, 2018	Far Beyond (Fabian Hevia)	Bungendore Woodworks Cafe
May 4, 2018	Tate Sheridan & Victor Rufus Quartet	ANU Reunion PopUp Village
May 11, 2018	Miroslav Bukovsky Quartet	Canberra Grammar School

May 18, 2018	Casey Golden Trio	Canberra Grammar School
May 25, 2018	Jack Beeche Quartet	Gods Café ANU
June 1, 2018	Jumpin' Jive	Nick Vollbregt's Jazz Café, Laren, Netherlands
June 29, 2018	Wanderlust 25th anniversary concert	ANU Reunion PopUp Village
June 22, 2018	John Harkins Trio	ANU Reunion PopUp Village
July 4, 2018	Elise Walsh & Cicilia Kemezys tribute to the Jazz flute	ANU Reunion PopUp Village
July 6, 2018	Jess Green Quintet	Gods Café ANU
July 11, 2018	Los Chavos	ArtSound Studio A
July 20, 2018	Victor Rufus & Tate Sheridan	ANU Reunion PopUp Village
July 27, 2018	Jason Bruer's Hammerhead	Gods Café ANU
August 3, 2018	Bart Stenhouse (guitar), Surojato Roy (tabla)	Greenaway studios
August 10, 2018	Eamon Dilworth Quartet	Smiths
August 17, 2018	Sandi White	Jazzhaus
August 24, 2018	Zackerbilks	ArtSound Studio A
August 31, 2018	Lachy Hamilton Quartet (James Morrison Academy)	Smiths
September 7, 2018	Tembtanglement	Smiths
September 14, 2018	Frank Zappa Memorial BBQ	Smiths
September 21, 2018	Nick Charles solo	Harmonie German Club
September 28, 2018	Viktor Rufus Quartet	Smiths
October 3, 2018	Julien Wilson Quartet*	ANU Reunion PopUp Village
October 5, 2018	Ben Marsden Quartet	The Street Theatre
October 12, 2018	Lachlan Hamilton Quartet	ArtSound Studio A
October 19, 2018	Victor Rufus Power Trio	ArtSound Studio A
October 26, 2018	Alejandro Florez	ArtSound Studio A
November 2, 2018	Gavin Ahern Quintet	Gods Café ANU
November 9, 2018	James Annesley Quartet	Gods Café ANU
November 12, 2018	Chibcha*	ArtSound Studio A
November 16, 2018	Ross Clarke Quartet	ANU Reunion PopUp Village
November 23, 2018	John Mackey Quartet - Coltrane Special	ANU Reunion PopUp Village
November 30, 2018	The Hauptmann Trio	Jazz Uncovered Festival 2010
December 5, 2018	Julian Banks Quartet	ANU Reunion PopUp Village
December 7, 2018	Lady Sings it Better	Bungendore Woodworks Cafe
December 14, 2018	Tate Sheridan & Victor Rufus Quartet	ArtSound Studio A
December 21, 2018	Steve Richards Band	Smiths
January 8, 2019	Jef Neve & John Mackey	Embassy of Belgium
January 11, 2019	Alex Raupach Quartet	ANU Reunion PopUp Village
January 15, 2019	Tom Fell Quartet	Gods Café ANU
January 18, 2018	Tribute to Adophe Sax - John Mackey	Embassy of Belgium
January 25, 2019	Adam Simmons	ArtSound Studio A
February 1, 2019	Julian Banks Quartet	ANU Reunion PopUp Village
February 15, 2019	Tribute to the Jazz Bass	ANU Reunion PopUp Village
February 22, 2019	Jazz Music Institute Staff Band	Smiths
March 1, 2019	Wayne Kelly solo piano	Crisp Galleries Yass
March 8, 2019	Jef Neve + John Mackey	Embassy of Belgium

March 12, 2019	Jonathan Zwartz Quintet*	Smiths
March 15, 2019	Lachlan Coventry Trio + Llewellyn Osborne	ANU Reunion PopUp Village
March 22, 2019	Sean Wayland Quartet	Smiths
March 29, 2019	Andrew Dickeson Quintet	Gods Café ANU
March 31, 2019	Trish Delaney Band*	Jazzhaus
April 5, 2019	Flamenco meets ancient India - Bart Stenhouse & Sukhdev Mishra	Greenaway studios
April 12, 2019	Andy Irvine	Gypsy Bar
April 19, 2019	Martin Hayes & Dennis Cahill + Waterson-Carthy Group	Canberra Workers Club
April 24, 2019	The North - David Braid	
April 26, 2019	Highlights of the 26th Nijmegen Music Meeting Festival	Holland
	Adam Simmons Origami	Front Café
May 3, 2019	Brendan Clarke Quartet	ANU Reunion PopUp Village
May 10, 2019	Guy Strazz Quartet*	Jazzhaus
May 10, 2019	Brendan Clarke Quartet (rpt due to outage)	ANU Reunion PopUp Village
May 17, 2019	Eamon Dilworth Quintet	Smiths

\* Recorded but broadcast pending

**The ArtSound Board thanks all members, volunteers, staff and service providers for their ongoing support for ArtSound’s development, aims and objectives.**

## **Attachment 1: Financial Statements**

## **Attachment 2: Statistics & People**

Board members (8)  
 Staff (5 part-time)  
 Service Providers (4)  
 Committees (7)  
 Financial Members (270)  
 Presenters (61)  
 Other volunteers (14)

## **Attachment 3: Sponsors**

## **Attachment 4: The 2017 Motions**

## **Attachment 2: Statistics and People**

### **ArtSound Board: 5 April 2018- 23 May 2019**

Peter Field  
Eric McDonald (Secretary)  
Amalijah Thompson (President)  
Jacqui Knobel (Treasurer)  
Kathy Syrette  
Resigned 2018 - Stuart Warner

John Worcester (Vice President)  
Wal Jurkiewicz  
Ursula Reid  
Stuart Warner

### **Co-opted to the Board 2018 and resigned from the Board 2018**

Greg Sky  
Tonina Harvey

### **Resigned from the Board 2019**

Peter Field  
Eric McDonald (Secretary)

### **Co-opted to the Board 2019**

Christopher Joscelyne  
Gwen Durham  
Kay Barney (Secretary)

### **Part-time Staff**

Shepherd, Mark  
Huff-Johnston, Christian  
Heys, Joseph

Andrew, Keith  
Garner, Paula

### **Service Providers**

Pyakurel, Abin (Bookkeeper)  
Deacon, Chris (Manager Technology)  
Hunter, Tony (Sound Engineer)  
Rosewell, Dianne (Membership and accounts assistant)

### **Members who served on committees during 2018 or currently in 2019**

#### **Program**

Peter Monaghan  
Bryan Cummins  
John Worcester Eric Harrison (2018)

Steven Stroud (2018)  
Mark Shepherd (staff)

#### **Communications**

Luke McWilliam  
Marisa Martin  
Greg Sky

Peter Monaghan  
Clinton Cashen

## **Library**

Peter Monaghan  
Judy Baker

Rick Rand  
Caroline Cooper MVO

## **Training and Presenter Standards**

Christopher Joscelyne  
Tritia Evans

Gwen Durham

Panel training: Mike Gellard, Deborah Hamilton, Gabrielle Burns

## **Review of Constitution**

Steven Stroud  
Wal Jurkiewicz  
Tim Lamble

Gary Knobel  
John Worcester

## **Policy Review**

Steven Stroud

Gary Knobel

## **Senior Memories Service**

Marilyn Chapple  
Chris Deacon (Tech)  
Colleen Hills  
Brian Leonard  
Eric McDonald

Rod Menzies  
Kathy Syrette  
Deane Terrell  
John Worcester

## **Presenters**

Ansell, James  
Baker, Judy  
Birch-Marston, Phil  
Blanckensee, Andrew  
Borowik, Mark  
Burns, Gabrielle  
Cameron, Graeme  
Chapple, Marilyn  
Conn, Paul  
Cummins, Bryan  
D'Argeavel, Stan  
Davies, Rebekah  
Deacon, Chris OAM  
Farrelly, Peter  
Florez, Rafael  
Fox, Monty

Freebury, Jane  
Freeman, Graham  
Gate, Richard  
Gieseke, Terry  
Griffin, Isobel  
Hamilton, Deborah  
Harrison, Eric  
Henderson, John  
Hills, Colleen  
Humphreys, Paul  
Imaschew, Alex  
James, Stephen  
Kennedy, Mike  
Knobel, Gary  
Ladds, Tony  
Leonard, Brian

McDonald, Eric  
McLean, Ian  
McWilliams, Luke  
Mackay, Susan  
Madrid, Frank  
Magee, Tony  
Mahanay, Francis  
Martin, Kim  
Martin, Marisa  
Millard, Jon  
Newell, Tammy  
O'Loughlin, Garth  
Oakes, Bill  
Power, Len  
Pyke, Allison  
Rand, Rick

Reid, Ursula  
Robertson, Bill  
Rogers, John  
Scouller, Rebecca  
Smith, Glenda

Spencer, Jeffrey  
Stephens, Bill OAM  
Stroud, Steven  
Sullivan, Peter  
Syrette, Kathy

Townsend, Richard

**Volunteers**

Bean, Rodger  
Judy Hayes  
Gowen, Neil  
Patterson, Floyd  
Whelan, Bert

Heys, Joseph  
Menzies, Rod  
Lamble, Tim  
Monaghan, Peter  
Doody, Neil

Cashen, Clinton  
Cooper, Caroline MVO  
Lou, Lisa  
Kumar, Manish

### Attachment 3: ArtSound Sponsors



Canberra Southern Cross Club

## Attachment 4: Legal Effects of Resolutions Passed at AGM 23 May 2017 and Reconvened 14 June 2017

1. At the AGM on 23 May and reconvened AGM on 14 June 2017, a number of resolutions were passed which purported to impose obligations on the Board. The most significant of these were described as Motion 1 which was considered in an amended form at the reconvened meeting and Motion 7 which was carried at the AGM.
2. The effect of Motion 1 was that within 5 calendar days after a Board meeting the draft Minutes of that meeting (in electronic or hard copy) and associated documents available at the ArtSound office for physical inspection by financial and life members by arrangement unless they contained material that is commercial-in-confidence, risking a breach of Privacy legislation, or risking a breach of confidential employment or contractual information.
3. The effect of Motion 7 was that "...in the interests of openness, transparency and good governance, by 31 August and 28 February in each year, commencing with August 2017, the board would call a general meeting of members and report on a range of matters including the financial position of ArtSound, the progress of ArtSound's fundraising plan of action', sponsorships, donors, membership, technology and a number of other matters including the delivery of ArtSound's strategic plan against its key performance indicators.
4. The full text of these motions are available in the 2017 AGM & SGM papers
5. These resolutions were passed at a time when there was great division within ArtSound and a lack of trust in the Board at the time and a lack of confidence in its performances. That is why the words "...in the interests of **openness, transparency and good governance**" were used in Motion 7. Many members at the AGM were seeking a better understanding of what THE Board was actually doing to promote the interests of ArtSound and this is the reason why those resolutions were passed.
6. When the new Board took office after the 2018 AGM it discovered just what a dire position ArtSound was in. Its financial position was very poor, its operating grants were under threat, and its programming was facing huge problems. The very future of ArtSound itself was under threat. In those circumstances, the new Board agreed a number of priorities to restore ArtSound's future and that these would be given precedence over everything else. The actions and initiatives the Board has undertaken are covered in the Annual Report. Fortunately, as a result of the Board's work, the future of ArtSound is looking more assured.
7. The workload that members of the Board took on has been very onerous and time consuming. In that context and because of the priorities the Board set, the Board made a decision that it would not hold additional special meetings as stated in Motion 7. It is not surprising that the Board has been criticised for this decision. The Board has been accused of failing to comply with the motions, and for even breaching the Rules of ArtSound by not holding such meetings. It is important to stress that the Board is not opposed to **openness, transparency and good governance**, but believes there are more efficient and effective ways of providing the information intended by those meetings to members and in a way that is less onerous and time consuming, and the Board intends to provide the best information it can to all members.

8. The Board sought advice on the legal effect of these resolutions, that is, whether they amended the constitution or were binding on the Board. The advice was that there is no legal obligation for the Board to comply with the resolutions passed at and following the 2017 AGM. The reasons are as follows:
  - a. They did not amend the constitution, and because they did not amend the constitution, they do not bind the Board. They did not amend the Constitution because they were not presented as special resolutions to amend the Constitution at the meetings with the specified notice period, and it is not clear if they were passed with the requisite 75% majority. In other words they did not comply with the Rules or the Associations Incorporation Act, and therefore did not result in an amendment to ArtSound's Rules.
  - b. The resolutions do not and could not bind the Board. Rule 10 provides that "the affairs of the Association shall be managed by the Association in general meeting, and between general meetings by a Board of Management...". This means that governance responsibilities are shared between General Meetings and the Board, and there is nothing in either the ArtSound Constitution or the Act which states that resolutions passed at general meetings are binding on the Board. The Board has its own legal responsibilities and must act in the best interests of ArtSound taking into account all relevant factors and issues. This makes sense because a general meeting could be stacked and pass a resolution requiring the Board to act in a particular way which might be illegal, unethical, or not in the best interests of the association from other perspectives. Members do have recourse if they do not like what the Board is doing by calling a special meeting and voting no confidence in the Board which would cause it to resign.
  - c. The minutes of the two meetings contain errors in wording, and ambiguities, making a clear and proper interpretation which creates uncertainty difficult or impossible for the Board to follow.

In summary, the Board's advice is that the resolutions passed at the 2017 AGM did not amend the ArtSound Constitution and did not bind the Board. The Board considers it has acted in the best interests of members by not holding additional special meetings but rather working on improving ArtSound's financial and strategic position.

### **Way Forward**

As previously stated, the Board is fully committed to openness, transparency and good governance, and believes that the access to information that is the subject of the 2017 AGM resolutions, and the intended accountability, is reasonable. It also believes there are more efficient and effective ways of providing the information intended by those meetings to members and in a way that is less onerous and time consuming. The Board intends to provide the best information it can to all members in other, more cost-effective ways e.g. through newsletters or the website, subject to any privacy and confidentiality obligations. This would meet the intent of the resolutions.

**The Board is looking for someone to help organisation social to enable more face to face events with members.**