



**2026 Old Mill Theater (Inc.)
ANNUAL GENERAL MEETING AGENDA**

Notice is hereby given that the 2026 Annual General Meeting of the members of **The Old Mill Theatre (Inc)** will be held as follows.

The agenda items for the meeting are set out below. Further information regarding the proposed constitutional changes and the election of the Board is provided on the following pages.

MEETING DETAILS

DATE: Thursday, 12th March 2026

TIME: 7pm

PLACE: The Old Mill Theatre
Corner Mends Street and Mill Point Road
South Perth, WA 6151

AGENDA

1. Meeting opens
2. Present
3. Apologies
4. Minutes of the 2025 AGM (page 7)
5. Business Arising
6. Treasurer's Report
7. Chairperson's Report
8. Old Mill Theatre Lease Update
9. Community Impact Statement
10. Australian charity and not-for-profit registration.
11. Proposed Constitution Changes (page 2)
12. Election of Board (page 4)
13. Any other relevant business.

Proposed Constitution Changes

The Old Mill Theatre (Inc) redrafted our constitution in 2019 as a result to legislative changes in Western Australia. Our constitution has served us well over the past six years, and until now, we haven't needed any changes. The following changes are proposed to better serve us going forwards.

Board Member Eligibility

The Old Mill Theatre (Inc) is in the process of seeking registration with the **Australian Charities and Not-for-profits Commission (ACNC)**.

If registered, the Association would be required to comply with the ACNC Governance Standards and other applicable legislation. Under the ACNC framework, members of the Board are considered *Responsible Persons*, meaning they hold ultimate responsibility for the governance and management of the Association.

As part of ACNC registration and ongoing compliance, certain personal details of Board members must be provided to the ACNC to confirm eligibility to act as a Responsible Person, including checks relating to legal disqualification.

The proposed constitutional change is intended to ensure that, if a Board member becomes ineligible to meet the requirements to act as a Responsible Person under applicable law, they are unable to continue to serve on the Board. This supports good governance, legal compliance, and the ongoing eligibility of the Association for ACNC registration.

27. Board members

(6) Ineligibility to Hold Office - A person ceases to be a board member if the person becomes ineligible to act as a committee member under any applicable law or regulatory requirement relating to the governance of the Association.

Number of Ordinary Board Members

The proposed change would allow the Board to increase the number of Ordinary Board Members from five (5) to seven (7), where this is considered necessary to meet the operational and governance needs of the Association.

This flexibility would enable the Board to better manage the increasing workload associated with a significantly higher level of activity, more frequent productions, and broader compliance and governance requirements. Since 2019, the scale and complexity of the Theatre's operations have grown, and the range of skills required at Board level has expanded accordingly.

Providing for up to seven Ordinary Board Members supports effective governance, appropriate workload sharing, and continuity of expertise as the Association continues to operate at a substantially higher level of activity.

Existing

27. Board members

- (1) The board consist of —
 - (a) the office holders of the Association; and*
 - (b) between three and five ordinary board members.**
- (2) The following are the office holders of the Association —
 - (a) the chairperson;*
 - (b) the deputy chairperson;*
 - (c) the secretary;*
 - (d) the treasurer.**
- (3) Office holders of the Association must have been ordinary members for one year prior to joining the board.*
- (4) A person may be a board member if the person is —
 - (a) an individual who has reached 18 years of age; and*
 - (b) an ordinary member.**
- (5) A person must not hold 2 or more of the offices mentioned in subrule (3) at the same time.*

Proposed – changes highlighted in red

27. Board members

- (1) The board consist of —
 - (a) the office holders of the Association; and*
 - (b) between three and **seven** ordinary board members.**
- (2) The following are the office holders of the Association —
 - (a) the chairperson;*
 - (b) the deputy chairperson;*
 - (c) the secretary;*
 - (d) the treasurer.**
- (3) Office holders of the Association must have been ordinary members for one year prior to joining the board.*
- (4) A person may be a board member if the person is —
 - (a) an individual who has reached 18 years of age; and*
 - (b) an ordinary member.**
- (5) A person must not hold 2 or more of the offices mentioned in subrule (3) at the same time.*
- (6) The number of ordinary board members to be elected at an annual general meeting must be determined by resolution of the board **before notice of the annual general meeting is given under Rule 32(1).***
- (7) The number of ordinary board members determined under subrule (2) must not be less than the number of ordinary board members whose terms of office have not ceased under Rule 35.*

Election of Board

Members nominating for a position on the Board should familiarise themselves with **Part 5 — Board, Division 3 — Election of Board Members and Tenure of Office** of the Constitution of **The Old Mill Theatre (Inc)**.

The following Board positions are to be elected at the 2026 Annual General Meeting:

1. **Chairperson** — two (2) year term
2. **Deputy Chairperson** — one (1) year term
3. **Ordinary Board Members** — four (4) positions, comprising:
 - one (1) position for a one (1) year term
 - three (3) positions for two (2) year terms

Nomination Requirements (Important)

1. Nominations for Board positions must be received by the **Secretary** no later than **6pm, Thursday 5th March 2026**, and may be submitted by:
 - email to **enquiries@oldmilltheatre.com.au**, or
 - post to **PO Box 1390, South Perth WA 6951**.
2. Each nomination must be on the attached form and clearly state the position for which the member is nominating (e.g. Chairperson, Deputy Chairperson, or Ordinary Board Member).
3. Eligibility to stand for election is subject to **Rule 27(2), 27(3), and 27(4)** of the Constitution.
4. In accordance with **Rule 32(3)**, each nomination must include a written statement of support from another member of the Association.
5. In accordance with **Rule 33(3)**, if only one (1) member is nominated for a position, the Chairperson of the meeting must declare that member elected to the position.
6. In accordance with **Rule 32(4)**, a member may nominate for one specified position of office holder of the Association or to be an ordinary board member. A member that unsuccessfully nominates for an office holder will automatically be considered for a role as an ordinary board member unless they object.

THE OLD MILL THEATRE (INC.) BOARD NOMINATION FORM

This document must be received by the Secretary by **6pm, Thursday 5th March 2026** via email at enquiries@oldmilltheatre.com.au

PERSONAL DETAILS

Name	
Address	
Email	
Phone (Home or Mobile)	

POSITIONS NOMINATING FOR

Position Nominating	Tick (one or more)
Chairperson (2-year term)	
Deputy Chairperson (1-year term)	
Ordinary Member (2-year term) [3 Positions]	
Ordinary Member (1-year term) [1 Position]	

NOMINATION STATEMENT

I am a financial member of the Old Mill Theatre (Inc.) and wish to nominate for a board position. Board members are Responsible Persons under ACNC law.

Nominee Signature	
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STATEMENT OF SUPPORT BY A FINANCIAL MEMBER

Name	
Signature	

Section 32.3 of the constitution requires a statement of support of the nomination from another member.

Board Member Requirements

The operation of a busy community theatre requires a significant and ongoing commitment of time and effort. As a volunteer, not-for-profit organisation, **The Old Mill Theatre (Inc)** relies on its Board members to contribute to both **governance** and **operational** activities.

In addition to governance responsibilities—such as attending Board meetings and contributing to planning, compliance, and decision-making—Board members are expected to assist, where appropriate, with operational activities including (but not limited to) the following areas:

- **Front of House and Bar Operations** - Assisting with bar service (RSA required), ticketing, ushering, audience care, and event hospitality.
- **Marketing, Promotions and Audience Development** - Supporting the promotion of productions through social media, email communications, printed materials, programs, and community engagement.
- **Website, IT and Digital Support** - Maintaining or updating the Theatre's website, managing online ticketing platforms, mailing lists, and basic IT systems.
- **Production Coordination and Show Support** - Assisting with the planning and delivery of productions, including scheduling, rehearsals, auditions, and production logistics.
- **Sets, Props and Technical Assistance** - Supporting the design, construction, painting, movement, and storage of sets and props, and assisting with lighting, sound, and stage operations.
- **Costumes, Wardrobe and Backstage Support** - Assisting with costume sourcing, fittings, alterations, backstage operations, and show changes.
- **Venue, Facilities and Maintenance Support** - Contributing to the upkeep of the Theatre's facilities, equipment, storage areas, and participation in working bees.
- **Volunteer Coordination and Member Support** - Welcoming new volunteers, assisting with rostering, supporting cast and crew, and fostering a positive and inclusive community culture.
- **Governance, Planning and Administration** - Participating in Board and committee meetings, policy development, compliance with the Associations Incorporation Act, budgeting, and strategic planning.

Board members are **not expected to perform all tasks personally**. The Theatre has an active volunteer base, and Board members are expected to contribute according to their skills and availability, and to assist in coordinating and supporting volunteers across these areas.

As a general guide, most Board members should expect to commit **approximately 15 hours per month** across governance and operational activities to support an equitable distribution of workload.

Responsible People (Australian Charities and Not-for-profits Commission)

The Old Mill Theatre (Inc) is currently seeking not-for-profit status with the Australian Charities and Not-for-profits commission (<https://www.acnc.gov.au/>). In the future, Board members will need satisfy the definition for a Responsible Person (<https://www.acnc.gov.au/tools/factsheets/responsible-people-board-or-committee-members>) and this will become a condition of ongoing membership to the Board and this requirement will be added to the Old Mill Theatre (Inc.) constitution in March 2026.

Once not-for-profit status with ACNC has been completed. Board member information, including date of birth, legal name, address etc, will be submitted to the ACNC to confirm eligibility to be a Responsible Person under the respective legislation.

**OLD MILL THEATRE
MINUTES OF THE ANNUAL GENERAL MEETING HELD
TUESDAY, 5th FEBRUARY 2025 AT 7PM.**

The Chairperson, George Boyd declared the meeting open at 7.05pm and welcomed everyone.

PRESENT

George Boyd, Glen Lewis, Sheila Wileman, Judith Geder, Neroli Sweetman, Anne-Marie Farley, Roger Farley, Jennifer Crocker, Sylvia Pearson, Rex Gray, Jayne & Grant Lintern, Liz Barrell, Andrea Von Bertouch, Julie & Barry Gordin, Geoff Baker, Brenda Oliver-Harry, Chris Kartas, Judy Palmer, Phil Barrett, Garry Lawrence.

APOLOGIES

Blake Jenkins, Matilda Jenkins, Katherine Freind, Justin Friend, Rob & Jacqui Warner, Brendan Tobin

MINUTES OF THE 2024 ANNUAL GENERAL MEETING

MOVED Roger Farley, SECONDED Glen Lewis that the Minutes be accepted as a true and correct record. CARRIED.

BUSINESS ARISING

Nil

TREASURER'S REPORT

Sheila spoke to the Treasure's Report advising it had been a good year for the Old Mill Theatre. She advised that the Old Mill Theatre had taken out a Term Deposit with the majority of money and that it is reviewed every 3 months. The Term Deposit has \$72,795.83 and the Working Account \$64,272.56.

MOVED Sheila SECONDED Anne-Marie. CARRIED.

CHAIRPERSON'S REPORT

George outlined his report for the past 12 months advising that it had been a very busy year. He said that we had 3 wonderful productions, Exit Laughing, Breaker Morant and Picnic at Hanging Rock. Unfortunately we had to cancel our second season "Baby, The Musical", but hopefully we get a chance to proceed with this at a later date.

Also during the year Maverick Productions presented the Park Bench Series, Belcanto Performing Arts, Mary Poppins Jnr, Serial Productions A Prudent Man and Side Effects and the Italian Theatre of WA Perche Papa..

We also had several performances using our "Black Box" stage curtains which was very successful. George thanked Brenda & Rex and the numerous helpers for their untiring contributions to our front of house, bar and box office.

2025 is going to be another busy year with Looped directed by Jacqui Warner followed by The Lady in The Van directed by Barry Park and then Keep on Laughing directed by Dale James.

Once again we have Maverick Theatre Productions, Bel Canto Performing Arts, Serial Productions and the Italian Theatre of WA returning to our stage throughout the year.

This year we will also be hosting a production by Playlovers in May and a musical play "Mates" by local playwright Rod Christian in November/December.

Along with all these productions we are planning more one or two night concerts/shows as well to utilise the theatre to its fullest.

Last year we invested in upgrading some sound equipment and have installed a state-of-the-art digital sound desk, radio microphones and additional on-stage speakers. This equipment has been used to great effect already last year and in the recent Fringe productions this year.

As mentioned last year we are also planning on further investments in upgrading the theatre seating and stage lighting which will be large expenses which will proceed hopefully later this year. Finally I would like to take this opportunity to thank all our Board Members for the work they have put into the running of the theatre for the last 12 months.

The Old Mill is currently investigating the possibility of replacing the auditorium seating and upgrading some of our sound and lighting equipment.
George ended by saying that he hopes we can make 2025 as successful as 2024.

BOARD ELECTION

Glen read out the nominations.

George Boyd, Chairperson

Sheila Wileman, Treasurer

Judith Gederio, Secretary

Ordinary Board Members, Anne-Marie Farley and Neroli Sweetman. All re-elected.

GENERAL BUSINESS

A member asked if Port and Sherry were free. It was agreed that a glass of port or sherry is free to all attending any production.

Judy asked about the policy on plastic cups. George advised this will be discussed at a Board meeting shortly.

There being no further business the Chairperson closed the meeting at 7.50pm. and invited all to stay for supper.

GEORGE BOYD

Chairperson