



Annual General Meeting - Minutes

Meeting date **22 MARCH 2024**

Meeting time/location 11.30 am

Confidential

1. Financial Members Present

Mr AM Hardy (Chairman)
P Angus, MC Arnold, BTM Ashby, CA Bennett, MC Blenkiron, AL Bone, PJ Bradley, FA Brake, GR Brand, RJ Butler, PO Button, TSG Buxton, MB Camac, T Camac, RP Coleman, TJ Donaldson, AR Duncan, JG Duncan AM, PJ Elkin, SJ Fahey, PT Fanning, N Feeney, RW Fewster, HC Findlay, G Fuller, D Golding, P Gosnold, JVE Gosse, NM Hallion, RF Haynes, AR Hentschke, GP Hyde, CR Johnson, P Karytinios, GA Klatt, J Kuys, PL Laffer AM, CL Liebich, TW Linke, AJ Lock, N Loza, BJ Lush, FJ McEvoy, RJ McFarlane, EM McGee, J Middleton, BC Octoman, G Octoman, B Parker, AM Piggott, KE Porter, JC Radcliffe AM, FTSE, WM Rayner, DN Read, B Schiller, G Schulz OAM, JE Schutz, ED Scott, MJD Scott ASM, OAM, PK Seppelt, DR Shannon, TL Shone, MP Siebert, MK Smart, PP Smith, CA Smith, K Sparks, KD Stables, LM Stapylton, CJ Thompson, GL Trengove, AAT Walsh, CK Wandel, HM Wells, VC West, GR White and JF Ziesing OAM

2. In Attendance

R Battams, R Bowyer, O Croser, I Digby, D Pettman

A Ford, H Herbst, V Hoey, K Holthouse, R Klar, K Lengs, J Philp, E Reardon, C Wilkinson, WM Rayner (Chief Executive) and KH Freund (Executive Assistant)

3. Welcome

The Acknowledgement of Country was given.

The Chairman welcomed Members, Councillors, Honorary Councillors and staff present at the meeting and extended a special welcome to Mr Paul Gosnold from BDO Australia.

4. Apologies

Councillors

V Altmann, TE Ashby, TRS Baker, RW Burdon, WR Burgess, V Cappelletto, BA Cay, M Cook, MLJ Cooper, DH Copping, AS Daniel, LJ Day, MJ Doecke, FL Donald, BJ Draper, CL Evans, R Evans, A Fletcher, G Follett, MD Fullgrabe, MC Gale, JS Hall, LH Hart, MN Hill- BW Mahomet, Smith, DJ Hubbard, SJ Kay, KJ Laurie, RL Liebelt, MD Llewellyn, K McIntyre, SG Nicholls, G Pacitti, AS Pacitti, GE Piggott, AJ Potter, JW Richards, AL Robinson, NL Ryan, SJ Ryan, EK Shaw, AN Wadlow, DP Wilson, NS Wittwer, E Wood, and FJ Young

Honorary Councillors & Honorary Life Members

JS Ayers, BJ Beaumont, KA Bennett, HJ Bone, TW Bowden OAM, GPC Day OAM, CM Downer, WH Duncan, DW Fechner, RL Fiebiger, RG Fishlock, KH Follett, DW Freer, RR Hart, RJ Hedger, RJ Hunt, TG James, LC Jenkins OAM, RA Jenssen, CE Lienert OAM, JH Lloyd, RJ Lott, BF McFarlane AM, IA McGowan, AM Michael, AJ Michael, AS Murray, DR Mutton JP, TM Ranford, LC Richens, MF Robertson, IB Sanders, WA



Seppelt, KJ Seppelt AO, RL Snewin, CJ Tindall RFD, LL.B., RT Walsh AM, AC Wilson, PE Withers, RJ Wright, and IL Young

Financial Members

L Brewer, and S Schwerdt

5. Minutes

Minutes of the the Annual General Meeting held on 24 March 2023, which had been circulated, were taken as read and confirmed.

Moved: N Feeney
Seconded: MB Camac

6. Annual Report of the Society - including reports from Society officers, financial statements, and Auditor's Report for the year ending 31 December 2023

The Chairman presented a précis of the reports as published in the 2023 Annual Report:

“The Royal Adelaide Show proved to be a happy and healthy event in 2023. The attendance and the atmosphere of the event demonstrated the significance of this event for all South Australians, despite a severe weather warning and cost-of-living pressures.

Our focus, as always, was on hosting a world-class Show, that provided great value for money. In 2023 we spent considerable effort promoting our ‘100 free things to do’ list which was well-received by our media partners and customers alike, with participation in some of the free activities breaking records.

The Farmyard Nursery was a favourite among the free activities, along with the brand-new activation, Aggie’s Farm. The latter took children through activity stations at a kid-sized working farm, teaching them about agriculture from ‘crop to shop’. It was a huge success, with about 100,000 people coming through.

The Learning Centre had its most successful year to date, with about 200,000 visitors through its doors across the nine days. The participation and enthusiasm in this pavilion was a joy to witness. This attraction is run by Urrbrae Agriculture Highschool students and provided a hands-on learning experience for students as well as Show-goers. It’s a privilege for the Society to provide a platform for students to develop their skills and confidence, while gaining practical experience.

Competitions overall were a resounding success, with a number of categories such as Cookery, Beef Cattle, Dogs, Dairy Cattle, Horses-in-Action, Horticulture, all fielding increased entries. Some contests, like the led steers, had their best year on record. The dedication and effort from our committees were instrumental in maintaining the integrity of the Royal Adelaide Show competitions.

Importantly, we had a safe Show overall, with numerous positive outcomes during the event. Emergency service stakeholders gave encouraging feedback on the Show’s planning and coordination. Work, health and safety inductions also increased by 32% – a big thank you to our exhibitors for their participation in this vital process.

Looking ahead to the 2024 event, planning is well underway, and we're preparing to offer more – and improved – member experiences.

From a Society standpoint, much work is being done behind the scenes on our masterplan – a vital piece of work that will help propel the Society into the future, preparing it for challenges and growth ahead.

Included in this is a staff accommodation consolidation project, which will bring staff together, from across three offices, to create a more efficient, collaborative working environment.

A year into the role, our Head of People and Culture, Vanessa Hoey, also continues to work on modernising the organisation, with an employee attraction and retention strategy. This includes implementing new policies regarding flexible working arrangements, maternity/paternity leave, and training and development plans. These policies and benefits will assist in making us an employer of choice in a competitive hiring market.

Mark McKay has also joined the executive team as the Head of Strategy, bringing with him a keen business and finance acumen, and experience in managing complex projects with various stakeholders. He's taken immediate responsibility for our masterplan and staff accommodation projects, as well as bringing valuable skills and resources to our commercial teams (in sales and finance) and other strategic projects.

In events, 2023 was a solid year at the Adelaide Showground, with revenue from catering and parking increasing.

Excitingly, in 2024, we look forward to welcoming the Cirque du Soleil, with the world-renowned circus act, making use of the multipurpose site which serves as our Caravan Park and Horse stables, for the first time.

The Society's 2023 financial result reflected the impact of cost-of-living pressures on our clientele base, with higher interest rates and inflationary cost increases clearly affecting attendance at the Show.

Overall, the Society recorded a statutory profit of \$7.8m which included funds received from the Office of Recreation, Sport and Racing ("ORSR") to fund the development of a State Basketball Centre on Society leasehold land. Once these one-off benefits are taken into account, the Society recorded strong positive operating cash-flow with both the Royal Adelaide Show and our external events businesses performing solidly.

Operating profit for the year reflects revenue from the Royal Adelaide Show and external events accounting for 68% and 21% of total income respectively. Whilst attendance at the 2023 Royal Adelaide Show was slightly below the five-year average, length of stay increased. This, in turn, resulted in a strong spend-per-head for

food and beverage. However, spend within carnival remained flat with showbag sales also below expectations.

The Society continues to operate with a conservative balance sheet setting, and maintains strong support from its financiers.

The Society continues to be managed using sound financial strategies that reflect the low-risk appetite of the Board and its Members. This allows the Society to fulfill its Charter and maximise its contribution to the success and promotion of Primary Industries in South Australia through the staging of events and rewarding excellence.

Finally, on behalf of the Royal Agricultural & Horticultural Society Board, I would like to thank our staff, sponsors, volunteers, committee members, exhibitors and media partners for their support in 2023.”

Moved: AM Hardy

Seconded: MP Siebert and carried.

7. Appointment of Patron

The Chairman informed the meeting that as the Governor of South Australia, Her Excellency the Honourable Frances Adamson AC had accepted her appointment as Patron for the term of her office, it was not necessary to formally elect her as Patron at this meeting.

8. Election of President

Mr Hardy vacated the Chair, and Mr Hamish Findlay, acting as Chairman of the meeting, thanked Mr Hardy for his leadership during his term of office and called for nominations for the position of President for the ensuing two-year term.

Mr Jock Gosse nominated Mr Andrew Hardy for a further term. The motion was seconded by Mr Tim Donaldson. As there were no further nominations Mr Hardy was duly re-elected to the position of President.

CARRIED

Upon taking the Chair, Mr Hardy stated he was honoured to again be appointed as President of the Society and thanked Members for their continued support.

9. Election of Sectional Committees

The Chief Executive declared that as no qualifying nominations had been received for Council by 23 February 2024, all current Councillors had been re-elected for a further term to the next AGM in March 2025.

10. Resolutions

On the recommendation of the Executive Committee, that the following be appointed ex-officio members of the Council for the ensuing 12 months.

- For the Agri Food & Commerce Committee
 - Ms Marni Cook, representing Food SA
- For the Art, Craft, Cookery & Technology Committee
 - Mr Peter Brown, supporting Technology / F1 in Schools
- For the Beer & Cider Committee
 - Ms Vanessa Altman representing Cider Australia

- For the Dairy Products Committee
 - Mrs Karen McIntyre, representing the Dairy Industry Association of SA
- For the Dog Committee
 - Mr Brian Parker, representing DogsSA
- For the Horticulture Committee
 - Mr Grant Piggott, representing Fruit Producers SA
 - Mr Mark Doecke, representing Citrus Australia – SA Region
 - Mr Vido Cappelletto, nominated by TAFE SA
- For the Wine Committee
 - Dr Tony Robinson, representing the Australian Wine Research Institute

Moved: JE Schutz
Seconded by: JVE Gosse

11. Appointment of Auditor for 2024 Accounts

Mr Michael Siebert moved that the firm of BDO Australia be appointed to conduct the audit of the Society's financial accounts for 2024.

Seconded: RJ McFarlane and carried

12. Meeting closed

The President thanked all members for attending and their support given to the Society and declared the meeting closed at 11.42 am.

CONFIRMED:

Chairman

DATE _____