

**MINUTES OF THE 2022 ANNUAL GENERAL MEETING
Thursday 20 October 2022
10.00am – 11.00am**

*Held in accordance with ASIC guidelines and Corporations Act
at Shangri-La Hotel, The Marina, Cairns*

1. Meeting opening

TTNQ Chair, Ken Chapman, declared the AGM open at 10:10am, welcoming: Cairns Regional Council Mayor, Bob Manning; Board directors; members; and guests.

2. Attendance, apologies, proxies

Apologies: Jeff Gillies, Tara Bennett and Craig Bradbery

Attendance and Proxies

The required quorum for the AGM is 10% of the financial membership eligible to vote, which is currently 182 members. Therefore, the required quorum is 18.

The final number of voting members attending the AGM was 19.

The number of proxy votes received was 16.

A quorum was declared with 35 members.

- Refer Appendix A for a list by company names of members represented.
- Refer Appendix B for a list of proxies received.

The Chair acknowledged the scrutineers and thanked them for their support to TTNQ during the AGM process:

1. Joanne Parisi, MacDonnells Law
2. Margaret Dewhurst, BDO (Nth Qld)

3. Minutes of 2021 Annual General Meeting (AGM)

The minutes of the 2021 AGM were taken as read.

Resolved: That the Minutes of the Annual General Meeting held on 21 October 2021 were approved.

4. Business arising from 2021 AGM

There was no business arising from the 2021 AGM minutes.

5. Declaration of vacant board positions

The Board positions were declared vacant for:

- Cairns South Zone Director (1)
- Cairns North Zone Director (1)
- General Directors (4)

6. Nominations received for vacant board director positions and voting

Cairns South Zone Director position (one vacancy)

This position received one nomination and was therefore declared unopposed. The successful nominee was:

1. Janet HAMILTON, Cairns Convention Centre

Cairns North Zone Director position

This position received one nomination and was therefore declared unopposed. The successful nominee was:

- Craig BRADBERRY, Silky Oaks Lodge

General Director position

There were four (4) vacancies with seven (7) nominations received as follows:

1. Janine BOWMAKER, Banora International Group
2. Jeff GILLIES, Coral Expeditions
3. Joel GORDON, Crystalbrook Collection
4. Alan MILNE, Skytrans
5. Wayne REYNOLDS, The Reef Hotel Casino
6. Petina TIEMAN, Complete Business Solutions
7. Alan WALLISH, Passions of Paradise

The Chair called for voting papers to be completed by eligible voters and put into the ballot box.

10.13am Voting closed, and scrutineers commenced the counting of votes.

7. Chair's report

The Chairs' report was delivered with an accompanying PPT presentation. The Chair recapped on the events of the year and acknowledged the resilience of the industry and TTNQ during the pandemic, and the strength with which we have emerged. The Chair thanked the following people:

- Mayor Bob Manning for his dedication to the industry over many years, particularly noting his efforts in championing for the implementation of the visitor levy, most recently at the 2022 LGAQ Conference.
- Tara Bennett, retiring director, who has made a great contribution and will continue to do so as CEO of TPDD.
- Mark Olsen and the TTNQ Team for an extraordinary effort, in rising to the challenge, and exceeding expectations and KPIs.
- On behalf of the Board; our members and the whole community, without whom, TTNQ could not have made the achievements of the past year.
- Special thanks to Cairns Regional Council for recognising the economic importance of tourism, providing recurring revenue for TTNQ, guaranteed into the future.
- Cairns Airport and Ports North and Local Tourism Organisation's (LTO's) and our supportive members.
- TTNQ Board Directors and committee members for volunteering their time and experience.
- The Finance, Audit & Risk Management Committee (FARMC); Greg Nucifora as Chair, Wayne Reynolds as Deputy Chair, Jeff Gillies and Joanne Parisi.
- The Human Resource Committee (HRC); Janet Hamilton as Chair; Wayne Reynolds as committee member.

The TTNQ 2021/2022 Annual Report and financial report were made available to members on the TTNQ corporate website from September 2022.

8. Chief Executive Officer's report

The CEO thanked Ken Chapman and the entire TTNQ Board for their valuable contribution to TTNQ. He made special mention of Ken Chapman's enormous investment of time and expertise, in particular his tireless efforts in advocating for the tourism industry in Tropical North Queensland.

The CEO presented his report with an accompanying PPT presentation, acknowledging the contribution and support of:

- Lani Strathearn of TTNQ for all the hard work and remarkable effort invested in driving results for the region, particularly noting the multitude of campaigns delivered throughout the year, record breaking 1.9M website visitors driving 320K leads to members from our website, and for successfully re-engaging with International PR agencies.
- Special thanks to Rosie Douglas of TTNQ for her effort throughout the year and for her dedication and successful negotiation over the past few years to bring Crankworx to Cairns
- Richard Barker and team at the Cairns Airport for aviation seat capacity in support of driving domestic arrivals.
- All members, for their commitment to the industry and their advocacy throughout the year.

In closing the CEO urged all members to continue to support TTNQ in advocating for the region.

9. Election of Directors

The Chair announced the successful **Cairns South Zone Director**:

- Janet Hamilton

The Chair announced the successful **Cairns North Zone Director**:

- Craig Bradbery

The Chair announced the successful General Directors:

- Janine BOWMAKER
- Jeff GILLIES
- Wayne REYNOLDS
- Alan WALLISH

The Chair thanked Joel Gordon, Alan Milne and Petina Tieman for their General Director nominations.

The Chair restated his heartfelt thanks to Tara Bennett and Joel Gordon for their contributions to the Board over the past two years, and acknowledged that Richard Barker's two year term as an Appointed Director was also coming to an end, recognising the Board can re-appoint him at their November meeting.

10. Motion to acceptance reports and 2023 auditor

The Chair called for the following motions:

- To accept the Chair and CEO Reports.
Resolved: *That the Chair and CEO Reports were accepted.*
- To receive and consider the annual financial report of the Company and the reports of the directors.
Resolved: *That the annual financial report of the Company and the reports of the Director's reports were accepted.*
- BDO (Nth Qld) Pty Ltd to continue as Auditors for the financial year ended 30 June 2023
Resolved: *That BDO (Nth Qld) should continue as auditors for the financial YE 30 June 2023.*

11. Motion to destroy proxy votes and voting forms

The Chair called a motion to destroy the electronic proxy forms and voting papers:

Resolved: *That the electronic proxy forms and voting papers be destroyed.*

12. General business

There was no general business raised.

13. Meeting closed

The Chair declared the TTNQ AGM closed at 10.45am.

CONFIRMED AS A TRUE AND CORRECT RECORD

Chair
Tourism Tropical North Queensland

Date

DRAFT FOR APPROVAL AT 2023 AGM

APPENDIX A

2022 TTNQ Annual General Meeting – Member attendance

(By company)

- Banora International
- BDO (Nth Qld)
- Cairns Convention Centre
- Cairns Regional Council
- The CaPTA Group
- Complete Business Solutions
- Crystalbrook Collection
- Destination Cairns Marketing
- Down Under Cruise & Dive | Billy Tea Safaris
- Hartley's Croc Adventures, Kuranda Koala Gardens, Birdworld Kuranda and Croctique
- Hilton Cairns
- Hostplus
- MacDonnells Law
- Nautilus Aviation
- Paronella Park
- Reef Unlimited (Experience Co)
- Savannahlander (Cairns Kuranda Steam Limited Partnership)
- Shangri-La The Marina Cairns
- Skypark Cairns
- Skyrail Rainforest Cableway Pty Ltd
- Skytrans
- Superyacht Group Great Barrier Reef
- The Reef Hotel Casino

APPENDIX B

2022 TTNQ Annual General Meeting - Proxies

1. Coral Expeditions
2. Ports North
3. Ochre
4. Hilton Cairns
5. Quicksilver Connections Limited
6. Thala Beach Nature Reserve
7. CQUniversity
8. Bad Fishy Jet Boating - Cairns Boat Hire
9. Mike Ball Dive Expeditions
10. Independent Aviation
11. Flames of the Forest
12. Passions of Paradise
13. Cairns Adventure Group
14. Cairns Premier Reef & Island Tours/Ocean Free
15. Walkabout Cultural Adventures
16. Sunshine Tower Hotel