

UMBRELLA STUDIO ASSOCIATION INC.

AGENDA

2024 ANNUAL GENERAL MEETING (held 2025)

to be held at 5:30pm Tuesday 13 May 2025
at 408 Flinders Street, Gurambilbarra / Townsville QLD 4810

Chair: Alan Carpenter

1. Acknowledgement of Country

Alan Carpenter Acknowledges Country

2. Apologies (5 mins)

Apologies: None

3. Present and Proxies (2 mins)

Proxies: Elysha Rei

Present: Kate O'Hara, Alan Carpenter, Stephen Naylor, Brian Tucker, Amanda Galea, Althea Harding, Margaret Robertson, Lynn Scott-Cumming, Vanessa Power.

Present (online): Ineke Dane

Present (non-member): Daniel Qualischefski

4. Ratification of Previous AGM Minutes (5 mins)

Moved: Stephen Naylor

Seconded: Daniel Qualischefski

5. Chairperson's Report (3 mins)

Alan Carpenter reads Chairperson's Report as written in Annual Report

As you will read in this report, 2025 was another productive and exciting year for Umbrella, headlined by another edition of PUNQ (Pop Up North Queensland). We have given prominence in this report to our four Strategic Goals (p104 and p105), for the very good reason that Umbrella delivers very well on those goals. I am particularly pleased that we continue to amplify North Queensland voices through artistic endeavour. In these times of disconnection from the physical, due in part to social media and AI, it is a great comfort to attend an Umbrella opening and connect with our creatives, their voices and their work in person and enlivened by rich conversation. I encourage all readers to attend such events - you will be rewarded with a life affirming view, that yes indeed, our artistic communities are thriving in NQ. Reports such as this are loaded with statistics, but the one that impresses me most needs to be viewed across the years. Here are our payments to creatives and artworkers in recent years: 2021 - \$560,754 2022 - \$566,111 2023 - \$702,483 2024 - \$962,086 Trends matter. Equally important is this injection of money into our artistic community. This is the engine room of creative endeavour in the expanded visual arts in NQ, and so these payments are not only rewards for services rendered or works sold, but they are also investments in future creative output. Umbrella's role as a catalyst is enhanced by our incubation activities. The Transitions mentoring program, the studio workshops, the schools' programs and artists talks all build capacity, and provide inspiration and provocation for our creative community to do and exhibit meaningful work. In 2024 we continued to see the legacy outcomes of

these initiatives. Artists that Umbrella have worked with and mentored have been offered commercial gallery representation, toured in national exhibitions, won awards and debuted their first solo exhibitions at Umbrella. The creative and social impact of Umbrella's professional development work is far-reaching and well-respected. In 2024, our work was seen nationally with the expansion of our statewide tour of our POSTWORLD exhibition to venues around the continent. PUNQ 2024 delivered a reach of 2,821,295 people through an expansive program which included major public artworks. It also delivered an estimated \$4.9 million-dollar economic impact for Queensland, solidifying our readiness to present incredible arts and cultural experiences and outcomes for the 2032 Olympics and beyond. Umbrella remains committed to the Gurambilbarra / Townsville CBD as a focus of creative endeavour in North Queensland and to that end we have recently extended our lease in our current location in Flinders Street. We are very pleased to see moves afoot to reshape and revitalise the CBD and our presence and activity will contribute to that endeavour. On behalf of the Management Committee, I want to express my heartfelt gratitude to our Director Kate O'Hara and her hardworking team of staff and volunteers, who ensure we meet our goals and create an outstanding program. In particular, PUNQ 2024 was very demanding, but they responded to the challenges very well. I also give thanks to the Umbrella Management Committee members for their support, time and wise counsel. In 2024 we were pleased to welcome new member Althea Harding, a recently retired North Queensland-based lawyer with over 30 years' experience across private practice and government roles, most recently as Director of Legal Services for the Great Barrier Reef Marine Park Authority. We thank retiring Committee Members Susan Peters Nampitjin and Lydia Rigano for their valuable contribution to our artistic mission. A very sincere thank you to our financial supporters, including government funders, sponsors, philanthropists and individual donors. We look forward to continuing our good work together. Thank you all for an unforgettable and successful 2024!

Moved: Alan Carpenter

Seconded: Althea Harding

6. Treasurer's Report (3 mins)

Note that Umbrella has current public liability insurance cover up to \$20 million extending to 28 February 2026 and appropriate business insurance.

Brian summarises Treasurer's report as written in Annual Report

The financial statements recorded a surplus of \$1,957 for the year, compared to a surplus of \$3,115 in 2023; bringing retained earnings to \$256,565. Income increased to \$1,498,103 (up from 1,057,441.15 in 2023) which can be summarised as follows: Grants \$873,092, up from \$499,368 in 2023 with significant increases in project funding from Arts Queensland for the Strategic Partnerships Program, Creative Australia and the Townsville City Council; we extend our thanks to these agencies for their continued support. Earned income from exhibition and shop sales, workshops and venue hire, consultancies and other items \$294,144. This was less than the 2023 amount, \$408,284 due mainly to a drop in sales – 2023 was an exceptional year with the income from the sale of major works at Cairns Indigenous Art Fair and direct institutional acquisitions. Income from private sector donations and philanthropy \$320,825 an increase over 2023, \$135,901, principally from support from the Tim Fairfax Family Foundation to whom we also express our heartfelt thanks. Other income, including interest on cash deposits \$10,042. As a consequence of the increased funding from project grants and philanthropy, expenses also increased, from \$1,054,326 to \$1,496,147, summarised as: Wages, salaries, fees and on-costs \$883,278, including \$241,877 paid to artists and creative service providers, up from the \$88,718 paid in 2023. Program and production costs \$284,865, Marketing and development \$157,231, Administration including rent, repairs and maintenance, office costs and depreciation \$170,772; 2023, \$216,719. Grant income represented 58% of total income compared to 47% in 2023, although operational funding as a percentage of total income dropped to 33%. Wages, artist fees and on-costs comprised 59% of total expenses, 49% in 2023; the increase due to in part to increased activity and PUNQ Festival staffing, and to, as far as possible, ensure are staff are appropriately rewarded, following the NAVA guidelines, for the work they do. Too often it is staff who bear the brunt of cost-saving measures. The Balance Sheet shows net assets of \$265,582 with a cash surplus of \$250,645 which represents 17% of our annual budget; our aim is to increase that ratio to the funding agencies' benchmark of 20%.

Motion: That the financial statements presented in the Annual Report be adopted
Moved: Brian Tucker
Seconded: Stephen Naylor

7. Remuneration Disclosure (1 min)

Brian reads disclosure

In the year ended 31 December 2024, Umbrella Studio Association Incorporated paid a total of \$443,680 in salaries and wages to 7 individual senior staff members. No benefits or remuneration was given to management committee members or relatives.

8. Director's Report (3 mins)

Kate reads Director's Report as written in Annual Report

One of the smallest units of change is a conversation, and Umbrella facilitates them all the time – between artists, knowledge holders and communities – in galleries, studios, classrooms, public spaces, and on Country. Some of these conversations are joyful and surprising while others are complex, difficult, and necessary. When held with curiosity and care, they deepen connection, challenge assumptions, and open up new possibilities for creative and cultural life. In 2024, we created space for more than 1,300 artists and cultural practitioners through a year round program of exhibitions, workshops, mentorships, residencies and major commissions. This year marked a significant step forward for our organisation – we commissioned more, collaborated wider, and welcomed audiences deeper into the creative life of this region than ever before. From PUNQ Festival's public artworks, to touring exhibitions, grassroots workshops and intimate artist talks, Umbrella's reach exceeded 3 million people. However, the true measure of impact lies in the resonance and relationships we foster; and the support networks, new friendships and critical conversations that emerge from our programs. From the quiet strength of solo exhibitions to the ambitious scale of PUNQ Festival, our programming brought together artists from across Australia and the Indo-Pacific, with 93% based here in North Queensland. This is a testament to the strength of our region's creative community and Umbrella's role as an international platform for contemporary arts practice. One memory that lingers from the year is a quiet one. I watched senior artist Jan Hynes and emerging artist Baylee Griffin, side by side, deep in discussion on the gallery floor as they carefully de-installed Baylee's *How to Become Flora*. The artist's large-scale grevillea, comprised of over 300 suspended ceramic forms, became a shared meditation on care, ecology and potential. That conversation – between generations, disciplines and perspectives – was a reminder of what Umbrella uniquely offers: a space where people come together across difference, in mutual respect, to think, feel, and make meaning. These relationships are not incidental, they are due to the longstanding ethos of Umbrella, holding space for people to come together, experiment, learn, and continue the long work of unlearning, too. We saw it in projects like *Woven Together*, where First Nations women gathered to share knowledge and cultural practice across distance and disciplines. We saw it in *Transitions* program (partnered with Townsville City Galleries), where early career artists were mentored with patience and purpose by their North Queensland peers. And of course, we saw it in PUNQ Festival, which brought more than 48,000 people into a bold, decentralised program of place-based commissions, grounded in North Queensland stories, with global relevance. This year, we continued to honour the diverse histories and voices of our region. Projects like *Gundil Released* and *Indentured* asked us to face difficult truths and remember what has been overlooked or erased. They are conversations that don't end with the applause of an opening night, they are ongoing, and important. Our touring exhibition *POSTWORLD*, developed and co-curated in-house, brought regional stories to national audiences with newly acquired *Visions* funding, while our education and studio programs strengthened the skills and networks of emerging and mid career artists. Our programs in 2024 exemplified our commitment to development pathways and cultural exchange. The success of PUNQ Festival 2024 underscored the appetite for contemporary cultural experiences in the North. With a 133% increase in audience attendance compared to 2021 and a direct economic impact of \$4.9 million for Queensland, PUNQ is now firmly positioned as a major arts event for the state. Its true impact lies in the way it holds space for complex stories: from the revival of *Wulgurukaba* ceremonial dance at Wombeluna / Strand Park, to global dialogues around identity and belonging with works like *The Red Chador: Stranded*. In a full circle moment, we were honoured to commission a stunning and insightful new work by Waanyi artist and co-founder of Umbrella, Judy Watson, for our North Australian Festival of Arts program. As we propel forward towards our 40th anniversary in 2026, we look forward to more of these celebrations of legacy, alongside our continued support of new voices. Umbrella's work is only possible because of our collaborators, artists, community, and supporters, and I extend deep thanks to all who make our ambitious work possible. Our team continues to grow in capability, creativity and care, and our partnerships across the arts, education,

tourism and government sectors continue to evolve in powerful ways. I am pleased to share that the support we've received from Townsville City Council has also grown, a vote of confidence that strengthens our entire cultural ecology. These moments of recognition and reinvestment affirm the strength of our regional ecology and give us real momentum. This year we farewelled Alan Marlowe, our Business and Partnerships Manager, after 14 years of dedicated service. Alan's contribution to Umbrella in its current form has been foundational, from securing critical partnerships to ensuring our reputation for strong financial acumen. He helped shape our culture of transparency, ambition and care. Alan's passion for the arts, calm stewardship, and commitment to artists and community has left an indelible mark on the organisation. As we look to the future, we remain focused on strengthening the conditions for artists to thrive here. We are preparing our region for the world stage – with the 2032 Olympics on the horizon – not by replicating centres of 'influence', but by deepening what it means to make, present, and connect through art in this extraordinary place, shaped by its people, their generosity, and their care.

Moved: Kate O'Hara

Seconded: Lyn Scott-Cumming

9. Election of the Management Committee (1 min)

Voting may not be necessary if only open positions are nominated for.

Alan: No one competing for roles, no voting necessary.

10. New Committee Announcement (5 mins)

As per nomination statement listing.

Chairperson: Stephen Naylor

Vice Chairperson: Ineke Dane

Secretary: Althea Harding

Treasurer: Brian Tucker

Committee Member: Alan Carpenter

11. Appointment of authorised persons/signatories for banks (CBA), the ATO, and ACNC. (2 mins)

Treasurer, Chairperson, Director, Deputy Director, Business Manager, Arts Programs Manager

Moved: Brian Tucker

Seconded: Althea Harding

12. Special Resolution:

Update to Association Rules – Rule 45 – Funds and Accounts

The Association proposes that Rule 45 of the Constitution be amended to

- (a) provide that a Petty Cash account **may** rather than **must** be maintained, as most minor expenses are paid by means of a debit card rather than in cash, and
- (b) that bank account signatories may be added or removed by resolution of the Management Committee.

The above changes are highlighted, and, being proposed as a Special Resolution of members, require a majority of 75% of members present in person or by proxy to be passed as a Special Resolution.

Current

45 Funds and accounts

- (1) The funds of the association must be kept in an account in the name of the association in a financial institution decided by the management committee.
- (2) Records and accounts must be kept in the English language showing full and accurate particulars of the financial affairs of the association.
- (3) All amounts must be deposited in the financial institution account as soon as practicable after receipt.
- (4) A payment by the association of \$1,000 or more must be made by cheque or electronic funds transfer, or Umbrella Corporate Debit Cards (UCDC).
- (5) If a payment of \$1,000 or more is made by cheque, EFT, or an UCDC, the cheque must be signed or authorised by any 2 of the following—
 - (a) the chairperson;
 - (b) the secretary;
 - (c) the treasurer;
 - (d) any 1 of 3 other members of the association who have been authorised by the management committee to sign cheques issued by the association.
- (6) However, 1 of the persons who signs or authorises the payment must be the chairperson, the secretary or the treasurer.
- (7) Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed not negotiable.
- (8) A petty cash account must be kept on the imprest system, and the management committee must decide the amount of petty cash to be kept in the account.
- (9) All expenditure must be approved or ratified at a management committee meeting.

Proposed update

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 - (a) the chairperson;
 - (b) the secretary;
 - (c) the treasurer;
 - (d) any one of the other members of the association who have been authorised by the management committee to authorise payments from the association.
- (6) However, 1 of the persons who signs or authorises the payment must be the chairperson, the secretary or the treasurer.
- (7) Cheques, other than cheques for wages, allowances or petty cash recoupment, must be crossed not negotiable.
- (8) **If a petty cash account is required**, a petty cash account must be kept on the imprest system, and the management committee must decide the amount of petty cash to be kept in the account.
- (9) All expenditure must be approved or ratified at a management committee meeting.
- (10) Signatories for accounts may be added or removed at a management committee meeting, but signatories must be members of the association.**

Moved: Alan Carpenter

Seconded: Lynn Scott-Cumming

The motion was passed with all in favour of the Special Resolution.

13. Appointment of Auditor for 2025 (2 mins)

Rod Parker has agreed should he be appointed.

Moved: Brian Tucker

Seconded: Lynn Scott-Cumming

14. Any other Business

Kate: 40th anniversary next year. We are starting to think of celebration ideas. One idea is organising a street party for the 2026 Members Exhibition opening.

15. AGM Closure

Meeting closed: 6:02pm