VICTORIA SECTION Inc.

**Patron:** The Governor of Victoria

**Victorian President** **Victorian Secretary**  **Victorian Treasurer**

Graham Thomas Sandra Farlie Graham Don

Mobile: 0431 709 105 Mobile: 0419 381 988 Mobile: 9546 6041

Email: vicpresident@navalassoc.org.au vicsecretary@navalassoc.org.au

ABN: 86 973 753 106

INC No: A0047633A

**Physical Address:**

Naval Association of Australia Victorian Section

36 Barretts Road

Langwarrin South. VIC. 3911

**Postal Address:**

Naval Association of Australia Victorian Secretary

7 Clarence Place

Cranbourne East. VIC. 3977

**Draft Minutes**

 **Victoria Section Annual General Meeting**

**held via Zoom.**

**on 06 May 2023, commencing at 1030.**

**Opened Meeting at 1035**

President welcomed the Councillors and Guests present at the Naval Association of Australia (NAA) Victorian Section Annual General Meeting. The purpose of this meeting is to resolve the issues distributed in the agenda. For the purpose of the meeting minutes confirm your consent or objection to recording this meeting using Zoom. If unanimous consent is achieved the recording will be used for the purpose of accuracy for the minutes and destroyed when the meeting minutes are ratified at the next subsequent meeting.

Today is a day of significance as King Charles III is coronated this day. The NAA National Council will approach Buckingham Palace seeking the King’s consent for the NAA us recognise the King as the NAA’s Patron In Chief.

Please make your comments through the chair as much as possible. Vice President Andrews will vote as necessary on behalf of the Section Executive. Each delegate will in turn be asked for their

Vote either For or Against. The votes will be recorded for the minutes.

1. **Ode of Remembrance to departed Shipmates.**

The President recited the Naval Ode and the Ode to the Fallen.

President asked Councillors and Guests to remember those who have Crossed the Bar since the March 2022 AGM. FRANKSTON - Fiona Scott, David Dwyer, E Rigg; FOOTSCRAY - Harry Fennell, Douglas Boydle; SOUTH WESTERN - Ross Martin, Win Leslie; Valmay Hampson; BOX HILL - Walter Stuart, James Paizis.

**Confirmation of Delegates Financial Status.**

All **delegates** at this meeting financial are **financial**.

A quorum was achieved.

**Present:** Graham Thomas – Section President, Vice President Lee Andrews, Vice President and Melbourne Sub-section delegate Ron Evans, Graham Don – Treasurer, Committee Bravo – Barry Davis, Dandenong Delegate – Gary Cleary, Russell Pettis – Sub-section, Wendy Sedgewick Frankston Sub-section, Peter Tanner – Geelong Sub-section, Melbourne Sub-section, Ian Kellett – Sunraysia Sub-section, Joy Emmett – Box Hill Sub-section, Peter Tunnage – East Gippsland Sub-section.

**Visitor:** CAPT Andrew MacKinnon RAN (Rtd) – Box Hill Sub-section,

**Zoom Invitation:**

**Time: May 6, 2023, 10:00 Canberra, Melbourne, Sydney**

**Join Zoom Meeting:**

**https://us02web.zoom.us/j/2570131888?pwd=bkNjd3ZzZkoyTUNBaVZmVityUFRuQT09**

**Meeting ID: 257 013 1888**

**Passcode: 8mGXi3**

**Victorian Section Life Members:** The President recognised the Victorian Section Life Members: **Dandenong Sub-section:** RJ Kennedy G. McLeod, Norm Hansen; **Footscray Sub-section:** RW Pettis; **Frankston Sub-section:** JV Eriksson, RN Surridge, SJ Goldsmith, Lee Andrews and G Savage; **Geelong Sub-section:** P Faulkhead and LN Williams, **J.S. Dickson Sub-section:** F Kofeod and G Don; **Box Hill Sub-section:** R Gill; **Melbourne Sub-section:** RA Rowe.

**Apologies:** Dale Borthwick, Sandra Farlie, Mick, and Julienne Clifford.

**Moved** Executive that apologies be accepted.

**Seconded**: V61

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**Decision**: Carried

1. **Message of Loyalty to His Majesty the King**

**Vice President Ron Evans,** please deliver the message of loyalty to HM the King.

‘We, the delegates assembled on line via Zoom, on the 06 May 2023 in Victoria, Australia, for the Naval Association of Australia Victorian Section Annual General Meeting, send to you, your Majesty, loyal and affectionate greetings, along with our prayers for your continued good health and happiness.’

1. **Opening of the 2023 NAA Victoria Section Annual General Meeting**.

## Ladies and gentlemen, shipmates, 2022 for the Victorian Section and Sub-sections achieved much in which to be proud. That said, there is much to be done during 2023 enabled by the resolutions made at the Victorian Section's Council Meeting and the Annual General Meeting. The legacy issues in the compliance and reporting space are resolved satisfactorily, the Australian Charities Not-for-Profit Council have re-registered the Victorian Section, the Australian Taxation Office is satisfied with the KPMG input to resolve the Section’s legacy taxation issues. Goals have been created, key indicators have been agreed, the Section has a business plan, the Section is recognised by the ATO as a Deductible gift recipient (DGR) and can accept donations, to mention a few Section achievements. 2023 will be a year of implementation and further progress. Well done everyone and thank you for your contributions through 2022. I declare the 2023 Annual General Meeting open and call on Vice President Andrews to deliver the Expression of Support to the RAN.

1. **Expression of Support to the RAN.** **Vice President Andrews** delivered the Expression of Support to the RAN.

‘The NAA is an organisation founded on the principles of protecting HRH King Charles III. We embrace our shipmates in Allied navies. We embrace our partners who have recently joined us in NAA sub-sections. We remember our sense of belonging amongst all sub-sections and those transitioning out of the Navy. Our NAA membership presents a strong sense of support for the Navy and the wider community.’.

1. **Confirmation of Previous Meeting Minutes.**

The President reiterated the Minutes, Papers and Enclosures provided prior to the meeting in the pre-meeting reading pack, as underpinning knowledge, are taken as read.

1. **Minutes of the 2022 Annual General Meeting be Received.**

**Moved** President the Minutes of the 2022 Annual General Meeting, as published and distributed, be received.

**Seconded**: V59

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**Decision**: Cartried

1. **Matters arising from the** **2022 Annual General Meeting Minutes.**

There was no business from the 2022 Annual General Meeting

1. **Minutes of the 2022 Annual General Meeting be Confirmed.**

**Moved** Executive the Minutes of the 2022 Annual General Meeting, as published and distributed, be confirmed.

**Seconded**: V64

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**Decision**: Carried

**For Action:** President provides a copy of the signed 2022 AGM minutes to the ACNC and Consumer Affairs – Victoria as a part of the Section’s compliance reporting.

**Due Date:** NLT 15 May 2023

1. **Correspondence and Associated Actions**
2. Correspondence In.
3. Correspondence Out
4. Associated Actions

There was no inward or outgoing correspondence and subsequent actions.

1. **Statement and Accounts.**

Treasurer presented the Finance Report 2022.

**Monetary Assets on 31 December 2022, for the period 01 January 2022 to 31 December 2023**

**General Fund:**  $ 11731.99

**Patriotic Welfare Fund:** $ 198.61

**Investments:** $ 62053.19

**Moved** Treasurer that the 2022 Finance Report be received.

**Seconded**: V70

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**Decision**: Carried

1. Business arising from Finance Report 2022. **Is there any business arising from the 2022 finance report?**

**Commentary:** The President raised the issue of a payment made to an overseas supplier of the NAA pocket badge for full and life members. This payment was made on the understanding that the merchandise would be received on completion of the payment transaction. To date no merchandise has been received. An investigation was conducted using people based in Canberra to determine the location of the business to no avail. This is now a bad debt!

1. **Finance Report be confirmed****.**

**Moved** Treasurer the 2022 Finance Report be confirmed.

**Seconded**: V65

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**Decision**: Carried

1. **Auditors Report.**

**Auditor’s Statement:** ‘I have examined the banking and associated documentation provided to me in respect of the Naval Association of Australia Victorian Section Inc and in my opinion having regard to the income and expenditure disclosed in those accounts, they are a true and fair representation of the Victorian Section’s operations for the year ending 2022’.

**Moved** Treasurer the 2022 Auditor's Report be confirmed and that Commander John Moller, OAM RAN (Rtd) JP CPA be appointed as the Victorian Section Auditor for the 2023 accounts.

**Seconded**: V70

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**Decision**: Carried

**For Action:** President provides the2022 Finance Report to the ACNC as part of the Section’s compliance reporting.

1. **Reports**

President's Report, enclosure 1 refers.

**Moved** President that the President's Report be accepted.

**Seconded**: V59

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| Against |  |  |  |  |  |  |  |  |  |  |

**Decision**: Carried

Secretary's Report, enclosure 2 refers.

**Moved** Secretary that the Secretary's Report as distributed be accepted.

**Seconded**: V65

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**Decision**: Carried

**Sub Section Reports:** As provided and accepted at the Section Council meeting conducted on 22 April 2023.

Box Hill Sub-section

Dandenong Sub-section

Footscray Sub-section

Frankston Sub-section

East Gippsland Sub-section

Melbourne Sub-section

South Western Sub-section

Sunraysia Sub-section

Geelong Sub-section

**Moved** Executive the Sub-section Reports be received as provided in the Section Council pre-meeting reading pack of 22 April 2023.

**Seconded**: V68

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| Against |  |  |  |  |  |  |  |  |  |  |

**Decision**: Carried

1. **General Business**
2. **2023/2024 meeting dates, times, and location to be tabled, as agreed in Victorian Council Meeting dated 22 April 2023:**

**Moved** Executive the 2023/2024 meeting dates as resolved by the Section Council on 22 April 2023 be accepted.

**Seconded**: V64

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**Decision**: Carried

**For Action:** President publish the dates via the Victorian Webpage

**Due Date:** ASAP

1. **Delegation Authority Letter, commitment amount - in any one transaction is $2000.**

Moved Executive the motion to authorise the commitment amount, in any transaction is $2000.

**Seconded**: V58

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**Decision**: Carried

1. **Annual budget approval (based on approved financial commitments)**

**Moved** Executive the annual operating budget for 2023 be endorsed.

**Seconded:** V58

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| Against |  |  |  |  |  |  |  |  |  |  |

**Decision**: Carried

**For Action:** Finance Steering Committee approve budget line items in the Commit Register.

(d) **Venue for State Annual General Meeting 2024**:

The preferred venue for the 2024 NAA Victoria State Section AGM is the FNMC.

**Moved** Executive the FNMC be confirmed.

**Seconded**: V64

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**Decision**: Carried

**For Action:** President publish the venues via the Victorian Webpage

**Due Date:** ASAP

(e) **Confirmation of the NAA Victoria State Section National Council Delegate:**

The President of the Section is the uninterrupted elected delegate. A nominated Vice President will be the Deputy delegate in instances where the President is unable to attend a gazetted National Council Meeting.

**Moved** Executive the President of the Section is the uninterrupted elected delegate. A nominated Vice President will be the Deputy delegate in instances where the President is unable to attend a gazetted National Council Meeting.

**Seconded**:V61

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 **Decision**: Carried

1. **Award of Membership Shield**. For Information only.

The 22 April 2023 Council meeting resolved to award the shield and the perpetual prize to the Geelong Sub-section.

1. **Notice of Motion.** Victorian Section Office Bearers – Duration of Term in Office

The Victorian Section, at the Victorian Section Council Meeting conducted on 19 March 2022, resolved that this item be listed for a Notice of Motion for the 2023 Annual General Meeting. The motion is that Victorian Section Office Bearers be elected for a three-year period and the Regulation take effect on the date of the next AGM.

**Seconded: V70**

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**Decision: Carried**

1. **Election of Officer.** The Victorian President called for a motion to suspend Standing Orders to conduct the annual election of Office Bearers to the Victorian Section Executive and Committee positions.

**Moved** Executive that Standing Orders are suspended.

**Seconded**: V61

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**Decision**: Carried

The President called the appointed Returning Officer Russell Pettis to conduct the 2023 elections for the NAA Victorian State Committee Members.

The Victorian Secretary rejected no nominations, and all nominees are financial for the year 2023. A check of the ASIC banned and disqualified persons register indicated no nominees are banned or disqualified.

The Returning Officer read aloud the nominations received prior to the advertised cut-off date of 19 January 2023.

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| **Position** | **Nominee** |
| President (Chair) | Graham Thomas |
| Vice President Bravo | Lee Andrews  |
| Vice President Charlie | Ron Evans |
| Secretary | Sandra Farlie |
| Chief Finance Officer (Treasurer) | Graham Don |
| Committee Alpha | Joy Emmett |
| Committee Bravo | Sean Derrick |

The Returning Officer declared there being an equal number of nominations for the vacated positions, the following persons elected:

**President:** Graham Thomas

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**Decision**: Carried

**Vice President:** Ron Evans

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**Decision**: Carried

**Vice President:** Lee Andrews

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**Decision**: Carried

**Secretary**: Sandra Farlie

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**Decision**: Carried

**Treasurer**: Graham Don

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**Decision**: Carried

**Committee**: Joy Emmett

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**Decision**: Carried

**Committee**: Shaun Derrick

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**Decision**: Carried

The Returning Officer called for a motion to resume Standing Orders.

**Moved** Executive that Standing Orders be resumed.

**Seconded**: V58

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**Decision**: Carried

Congratulations to the elected Victorian Section office bearers. Accept my personal congratulations and those of the Victorian based NAA membership. Much will be expected of you. You will receive a letter of appointment, from me, that in part will provide a reference point to the Australian Charities Not-for-Profit Commission website, direction to adhere to and conduct business in accordance with the NAA Constitution, its By-laws, the Section Regulations, and other references necessary for you to be the best version of yourself, in your role. I encourage you to act ethically, be honest, conduct yourself with pride and respect others . If you are concerned there maybe a conflict of interest this conflict must be brought to the attention of the Section President within fourteen days. The Victorian Section has much improvement to achieve as we together move through 2023 across all aspects of our business operations. Be prepared to be challenged, be prepared for change, be prepared for improvement, be prepared to conduct frank, fearless and robust discussion and finally, everyone has great ideas I want to know and understand those ideas.

**Summary:**

**2023 elections:** The President, Chief Finance Officer (Treasurer) and Committee Member Alpha elected for a three-year term of office. Vice President Bravo, the Secretary, Vice President Charlie, and Committee Member Bravo for a twelve-month period.

**2024 elections:** Vice President Bravo, the Secretary, then

**2025** **elections:** Vice President Charlie and Committee Member Bravo.

**For Action:** Adjust Section Regulations to reflect.

**Due date:** ASAP

1. **Routine Operation of the Victorian Section of the NAA between Council Meetings.**

**Moved** Executive that the State Council authorise the State Executive to conduct the routine business of the State Council between meetings, with those matters to be endorsed or disapproved at the subsequent next State Council meeting.

**Seconded**: V68

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| Against |  |  |  |  |  |  |  |  |  |  |

**Decision**:

1. **Next AGM Meeting.**

Annual General Meeting: 16 March 2024 commencing at 1230 at the Frankston Naval Memorial Club, 36 Barretts Road Langwarrin South.

**Meeting Summary:** The President summarised the meeting decisions, thanked the attendees for their participation.

**Meeting closed at 1206.**

**Enclosures:**

1. 2023 AGM Victorian President’s Report
2. 2023 AGM Victorian Secretary’s Report
3. 2023 AGM Victorian Treasurer’s Report (withheld for security reasons. Provided on request)

**Enclosure 1 to**

**Draft Minutes 2022 Annual General Meeting V1.00**

**06 May 2023**

**NAVAL ASSOCIATION OF AUSTRALIA VICTORIAN SECTION, PRESIDENT’S REPORT**

This Report of Proceeding is forwarded detailing the activities and initiatives undertaken by the Victorian Section and its Sub-sections during 2022. Much has been achieved in the period because of Sub-section interest, engagement, the sense of ownership, and pride.

**Initiatives**. In 2022 the Section Council committed to a range of initiatives, and these are achieved not necessarily as intended but satisfactorily achieved. To refresh, the Section’s goals were: Communicate well and often at every level, Improve Mandatory Reporting to State and Federal agencies, Embed Commemoration across NAA Victoria, Improve Esprit de Corps, Encourage Advocacy, Improve Recognition for NAA Achievements, Create Section Regulations, Conduct Routine, recurring review of the NAA Constitution, Create a new Sub-section - J. S. Dickson, for remote members, Secure funding for Victorian Section Operating Budget, Develop Process Diagrams for each Section Office Bearer’s position, Apply for a Victorian Veterans Committee Grant, Attend Webinar - accelerate our mission. These achievements formed the basis for short- and long-term objectives. The Victorian Section is an improved organisation with enhanced information sharing, better transparency, improved business efficiency and effectiveness, improved business decision making, with clear position duties and expectations. With internal funding, two Victorian members will attend a face-to-face workshop, delivered in Melbourne on 20 April 2023, to learn the critical under pinning knowledge to lodge successful funding requests made to philanthropic individuals and organisations in support of Victorian Section projects around the NAA pillars. The results of the workshop Best Practice Tracker assessed the NAA as follows: no score above two out of five where 5 represents a strong result: Strong Organisational Governance and Leadership, Internal Project Planning and Development, Key Messages, Prospect Identification and Project Matching, Strong Donor Communications and Funding Applications, Funding Success and Reporting of Outcomes and Donor and Funder Engagement and Stewardship. The scoring represents a score of nine out of a possible 35.

Implementation of the financial delegations, for the Section Treasurer and two other Executive members, as part of the Section’s Finance Steering Committee, is paused until the 2023 AGM approves the proposed collective delegation limit of $2000.00 against any one procurement action. During 2022, the Victorian Section was recognised by the Australian Taxation Office as an organisation that can receive donations. Meanwhile, the Section has reapplied to the Australian Charities Not-for-Profit Council (ACNA) to re-register as a Not-for-Profit. At the time of authoring this report the ACNC has not yet approved the Victorian Section’s re-registration as a Charity Not-for-Profit.

**Bereavement**. Many Bereavement Badges were issued to NAA member’s widows and where applicable children throughout 2022. The badges were provided by Navy through the Senior Naval Officer Victoria. Securing the Badge for issue to the bereaved continues to be an ongoing issue. Perhaps the unpredictable supply chain could be addressed, with Navy, in more detail by the National President.

**The J. S. Dickson Sub-section.** The new Sub-section has been established, to cater for NAA members who are located remotely from an existing Sub-section. The Sub-section Charter has been issued however, the inaugural Annual General Meeting is yet to be convened and office bearers elected. Meanwhile, the Section President, the Section Secretary, and the Section Treasurer act as the provisional office bearers.

**General**. Funding to sustain Section operating costs remains a serious issue. An options paper identified a range of probable solutions available to the Section Executive and Committee. A final solution is yet to be reached but the range of options are now known as is the degree of effort and resources required. Several options may be implemented to deliver funds to enable the costs of conducting business as usual activities.

**Camaraderie**: Each Sub-section actively provides monthly opportunities for members to attend arranged social events often funded from successful grant applications.

**Commemoration**. The Melbourne Shrine of Remembrance organises Wreath Laying Services aligned with NAA Commemoration milestone dates. These Services are attended routinely by Victorian Section Executive members augmented by individual NAA representation. The Shrine of Remembrance uploads a livestream of each Service to YouTube and these livestreams are hyperlinked to the Victorian Section webpage for Victorian members to review in their own time, and to provide a sense of involvement. Victorian Sub-sections commemorate each significant date by organising and resourcing local Wreath Laying Services on or as close to milestone dates.

**Cadets**. Sub-sections continue to engage with Victorian based ANC units. There is some discussion within Victoria Section about the need for ongoing support to ANC units.

**Care**. With the suggestion of enhanced services made by the Southwestern Sub-section, Care is to be augmented by a different approach: the provision of First Aid Training to interested people, a Welfare FAQ point of reference, to fill the information gap, and a Bereavement Package on the Section webpage. This will form part of the 2023 body of work.

**Membership.** The National membership database continues to be a source of constant frustration. A great deal of effort and time has been applied across the Victorian Section Sub-sections to improve capitation reporting and timely forwarding of monies from Sub-section to Section and National Council. Some additional assistance is required by the Section Secretary, as the Victorian centre of excellence, at Sub-section level as there is at times resistance to change. That said, the National Membership database is not an accurate reflection of the actual numbers of members within the Victorian Section. Sadly, the confidence in the database is evaporating while the reliance of locally held membership data increases. This inaccurate data does not help the section when creating an Operating and Annual financial budget.

**Moral**. Assessed as good. **END**

**Enclosure 2 to**

**Draft Minutes 2022 Annual General Meeting V1.00**

**06 May 2023**

**NAVAL ASSOCIATION OF AUSTRALIA VICTORIAN SECTION, SECRETARY’S REPORT**

My first year as Secretary of the Victorian Section has been busy and a huge learning curve. So many things to learn, lots of highs and lows.

CARE

Membership is still dwindling as aged members cross the bar and new membership is not keeping up. I attended the funeral for David Dwyer and Alan Garwood during 2022 both services had Naval Tributes and were very well attended by section members, I also attended Laurie Pegler’s wife’s funeral in November . The following list is sub-section vales for 2022:

FRANKSTON - Fiona Scott, David Dwyer

FOOTSCRAY - Harry Fennell, Douglas Boydle

SOUTH WESTERN - Ross Martin, Win Leslie (Club)

BOX HILL - Walter Stuart, James Paizis.

The NAA website dashboard is not a true reflection of current membership and as of today 2/05/23 is only showing 155 fully paid members, partners, and club members. The website will be seeing a great change in the next 18 months as they bring it up to a new version and becomes more real time for all sub sections.

COMMEMORATION

ANZAC Day 2022 was the first time I had marched in Melbourne, and I did so behind the NAA banner. Following this we went to the St Kilda RSL where we were well looked after and they had a free sausage sizzle. In March I attended the Battle of Sunda Strait Commemoration service at the Shrine. All commemoration events were well attended by members of the NAA. December would have been a busy month if I hadn’t contracted COVID.

CAMARADERIE

From the sub section reports that are received each month, they are all getting together on a regular basis both socially and at meetings. I had the pleasure of attending the SW Section Annual Dinner together with the President and Naval Officer Commanding Victoria CDRE Greg Yorke and their partners in August 2022. The Guest Speaker was CMDR Ali Withers who is the CO for Recruit School at HMAS Cerberus. Her speech was passionate and the love for her job was obvious in her speech about the lives of recruits and their first days in the Navy.

CADETS

Sub sections are working with Cadets, in the areas that have them currently. Melbourne Sub Section had the pleasure of attending passing out parades. **END**

 **Enclosure 3 to**

**Draft Minutes 2022 Annual General Meeting V1.00**

**06 May 2023**

**TREASURER’S REPORT**

**Naval Association of Australia Victorian Council Estimated Budget and Treasurer’s Report 2023 AGM**

This report is deliberately withheld to ensure confidentiality and security, from cyber-attack, of the Victorian Section’s financial information.

A copy of the report can be provided by the Section Treasurer on request. **End.**