



Perth Anime Convention Inc

General Meeting

43 Below Bar and Restaurant
5 March 2016

Minutes

1. Welcome

2. Attendance and Apologies

- **Attendance:** Christina Lee (President), Garry Gasmire (Events), 24 Current members

3. Chair and Minutes

- **Chair:** Christina Lee
- **Minutes:** Hilary Chin

4. Check-in

5. Purpose

Dissolution of PANIC

6. Minutes

Summary of Election of the Caretaker Board:

Before the SGM for the dissolution vote Christina asks nominees for the board to come forward. Christina outlines that even if PANiC dissolves she will require assistance to help with shut down of the organisation. If PANiC does not dissolve then an election will be held at the AGM and nominees will require to be re-elected. Thu Vu, Jill Ho, Hilary Chin, Garry Sleaf, Garry Gasmire, Wilson Law and Fabian Yong are the nominees.

Isabelle requests all nominees to introduce themselves. Introductions are made and Christina calls for a vote to elect the 6 nominees as the caretaker board. All nominees are elected by majority vote (total of 27).

Christina – I open the SGM for the dissolution vote. So what time is now people, 3.38 pm, the SGM is open at 3.38 pm. We will be listening to arguments for and against dissolution of PANIC.

Garry– Can I ask a straight out question. If PANIC dissolves where will the assets go to?

Christina – According to PANIC's constitution it will go to an organisation with similar ideals for example JAFWA.

Garry – The reason I am asking is because I have concerns that my personal details will end up in the wrong hands.

Christina – No personal details will be revealed.

Ruth – Anyone who inherits the assets does not inherit the membership. In theory it will be shredded. Someone would be custodian for it for 7 years. As for who the assets would go to, university clubs may be a good alternative.

Isabelle – In terms of Uni clubs I'm fairly sure there is still Murdoch Uni

Christina – Murdoch is closed but UWA still exists.



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Isabelle – There is also POWA at ECU.

Wade – I have a further question. I just want to know what the current financial bearing for PANIC is.

Christina – There is a cash box with one of the past board members that has resigned. I believe there is \$300 in there. As for bank accounts there is about \$300 to \$400 in there too. PANIC has less than \$1000 in cash. I will be confirming this and an email will be going out to all members. I will calculate all the assets as well.

John – So with the new board in place I presume Wilson is leading the charge, is the intention to take scope to make a game plan and go forward from there?

Wilson – To put it quite lightly there is no point running before you can crawl and with the financial position and where everything is right now, people were running on fumes and we need to take stock of that and reinvigorate and change the game plan a lot.

John – So I presume this involves amending the constitution issues.

Wilson – I'm not going to harp on the point of the old constitution but we need to realign with the new rules of the Department of Commerce that are going to be laid out very shortly. As for game plan, we want to put it to the members as well for ideas as to what would be best to foster a better community.

Becky – Do we have a list of assets yet?

Christina – Mike Browner told us what we were meant to have but in every stocktake since 2014, I haven't seen those items, we should have stuff like projectors.

Becky – Do we have a list of what we currently have?

Christina – Yes, but I need to chase up the things we are supposed to have.

Becky – Do you have the net worth of the current stuff we have?

Christina – No.

Ross – Knowing that you don't currently have any financials do we have any vague ideas of current liabilities?

Christina – We need to refund tickets, we have the cash for that already. Other than that small things the money will be able to cover, we are not in debt.

Sam – In the case of dissolution, I am wondering what will happen to the photos/media from previous Wai-cons and events.

Wilson – All photos from previous events and videos that are up will remain up, they have a lot of memories and things attached to them, if PANIC was to close, that information will still be live as an archive. But we don't want to see it die if possible.

Becky – Would that mean keeping the Facebook page open to keep those photos up, maybe locking up the admin?

Leah – I assume this means the website that costs money to post on will be closed.

Christina – Yes.



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Wilson – I would say so, because that would be an ongoing cost.

Leah – It would be unfair for the custodian to incur the costs.

Christina – Any other comments, questions? If not I will call for the vote.

Ross – With regards to the dissolution, in the event that the club is dissolved what will that mean for the police investigation?

Christina – I am speaking to the major fraud squad, it will not be a problem. As long as there is evidence prosecution will be done.

Fabian – Will it make the job easier if we are still around?

Christina – I was speaking to someone who was filling in, the main officer I deal with only works part-time, I will call on Tuesday to clarify that. As long as someone is around from the organisation there should be no problems, I will be around to fill that position.

Lee – In the event of dissolution where will all the paperwork and paper trail go?

Christina – To the custodian, and I will take that role as the last president.

Ross – All the money will go to another organisation though, they have to liquidate all the assets and give to someone.

Leah – I thought the major fraud squad has a limit of how large an organisation has to be in order to investigate.

Christina – I have confirmed, based on the amount of money they said to lodge.

Melissa – Is there anything that the now current board wants to say before we go to a vote, obviously we've had a board like this and had this happen before, so is there anything anyone wants to say?

Garry – In answer to that I'm honest and I personally would like to see PANIC involved with other clubs, not stand alone and I think that's where we've got to go, we can do our own small events to build up the group. If anyone has any questions I will answer and I will say what I want to say.

Wilson – Basically what I see PANIC in itself is that PANIC should be for the community, Wai-con should have been a celebratory sort of event to bring people together for happy times, from other clubs etc. I know making money is a major thing to keep things rolling but PANIC needs to be a central hub to which others can link to, so like there's all the Uni clubs but do they have a central point, a hub they have access to, no, so that's where I would like PANIC to be and to give back in a sense, how I don't know right now but that's something to discuss.

Ruth – Having being present at the original first PANIC meeting, that was actually the original intent of the people at that meeting over 12 years ago, was to bring all the Uni clubs, small groups that loved anime together and to have some kind of event and PANIC lost that at some point and never actually never achieved that goal. It started with that as its core, it needs to go back to that, it won't be what it was before but at the heart that is what it was about.

Garry – We should be a resource.

Ashley – So you're saying because we lost it before, we should write it in the constitution before.



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Multiple – It is already in the constitution.

Fabian – I'm going to be very sentimental but I've been volunteering for over 9 years I want PANIC to be something every one enjoys and for ourselves to enjoy doing it and I hope that the new board would plan more enjoyable events that everyone can enjoy once again.

Ben – I think a lot of people have addressed this point and a lot of the community spirit has been wavering and I think over the last 6 to 12 months with Facebook especially everyone has all been saying there's a disconnect between this group over here and everyone else, where is this relationship, where is the communication, I think while Wai-con being a community has all been lost, it can be re-gotten again, no matter how large an organisation, you need to build up funds, publicity, marketing and a reputation. Money and reputation can be lost but can also be regained, it will take time, not saying it will be easy but it can be done. I personally see no reason why an organisation like Wai-con should fall, it takes time to regain the resources to regain a name. I think it's pretty clear Wai-con has a place in Perth, and while other cons have other geeky niches, I think there is a place in everyone's heart that Wai-con or whatever it turns out to be, if you want to use the name or not, it still has to exist. I personally see no reason why it should fold and that's my vote against it folding.

Becky – Can I just address that, just because PANIC may or may not fold doesn't mean that we are saying we don't want that in the community, it may be the best thing for PANIC to dissolve for now and start again as a different organisation with a different outlook. Don't think any of us who may possibly vote no are saying we don't want anything to do with this.

Gary – First off PANIC is the organisation, Wai-con is the convention, so we can lose the Wai-con name but PANIC is still here, if you shut it down, do what you like with it, you have the hassle of starting up another new organisation. The groundwork is here, it just needs to be worked, and I want to work it.

John – When looking at the situation it comes to what do we have to gain with Wai-con shutting down and what we have to lose, we have people talking about what we have to lose, I'm not sure what we gain. Anime News Network reporting on conventions shows that the ones that fold all fold when no one is ready to step up and keep it going. 6 people have stepped up so in my mind there is nothing to lose, literally as well with the bank accounts.

Sally – Last year we had an AGM and we had 5 people stand up for board, how many of those people stayed? Of the current nominees, how many of these people have prior experience running on any sort of board for similar reasons. How many of the previous board members had?

Christina – 2 previous board members did but people burnt out because they were doing double the work.

Garry – Going back yes I think the board took on a big demand to do Wai-con, they were pushing like crazy, tried two events that failed, that is enough to put anyone down. I'm fresh and I'm ready to go for it.

Christina – Sally if we do not dissolve we will not be running events we will be fixing up the organisation bringing the business policies etc. so that the mistakes that happened cannot happen again because that is what put us in strife again.

Wilson – I was secretary of the second convention so it was a long while ago. I'm not going to say I was the best at it and I won't lie that at that time I was young and a bit naïve but it has been a while and I want to give that a go again. I'm not going to bring up the past, its water under the bridge now.

Leah – I think it's hard to make a statement that you can't have anything go wrong with the committee again.

Christina – I'm not saying it will never happen again but you want procedures and protocols to ensure it won't happen again.



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Leah – The Australian NGO policies have these things, in these cases you needed two signatories.

Christina – I went to ANZ, it was a single signatory account and only needed 1 to withdraw money and even Mike Browner didn't know that.

Leah – Our previous account we required two signatures.

Christina – It didn't when it closed.

Leah – You're always going to have people leaving, getting ill, difficulties with money these things happen regularly, it's whether you have enough to keep going and I'm not sure that the organisation as a whole has enough to keep going. You yourself are feeling quite burnt out, I'm sure some of the people who volunteered for the new board may be a bit apprehensive going in, I know there has been personal money lost by putting into these events, maybe it is better to start afresh. I don't think the PANIC name is worth all that much anymore and I also think the space is crowded with pop culture events, it's not the way it was 10 years ago, we have multiple cons running, it's a very crowded space.

Christina – When we went to ANZ we were told it was a single signatory account from the day it opened, it was never 2 signatory.

Leah – They wouldn't let me take money out without 2 signatures. There are other organisations that will put these constraints on you, doesn't need to be PANIC, banks change their dealings, these things change all the time.

Wade – So going back to a year ago, after the AGM we had a SGM with the exact same conversation, people had the same things to say and 12 months later we are here again, there are lots of good intentions and I applaud people who stood up to take the reins. I will vote for the dissolution because Wai-con is dead, we started at a time when there wasn't competition but now there are other organisations that can move faster because they are not NGOs, we don't have a backing in the community anymore, it doesn't exist, you can see that on Facebook, on the general consensus of the people in this room.

Garry – To confirm we are voting on the dissolution of PANIC. Wai-con as a name and identity is gone, you are voting on PANIC. PANIC is an identity on its own if you close it great but once it's closed it will be hard to create again. I believe that PANIC needs to stay and help other communities, you won't have a con you might have events happen twice or so in a year but I feel if clubs want a hand then there is a resource they can pull on.

Wade – The easiest way to do that is start again. We are trying to change the identity of an organisation from what it is. You need to get the members on board with the changes instead of just creating something new with the effort you are putting in without resources to make these changes but you don't need to convince 1000 members.

Wilson – Are you saying the majority in this room is with you?

Wade – I am saying we are having this conversation again 12 months later.

Wilson – As for 12 months ago there was a pushback, a suggested pushback for the event to happen in 2016 and to have no event in 2015 but the board decided at the time, not going to name names or anything, but the board decided to push ahead with Anigames, the SGM before that. If you are talking about the SGM we are here because nothing changed we ran on the same principles, the same horse same cart same carriage, nothing was changed inside, you changed the rider that's all. If its broken and you're running with it *<interjection by various members that Wilson's comment was supporting Wade's argument>* if it's similar to what Wade said then I say there is a foundation stone, it is easier to build from it.



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Becky – Is it worth PANIC revolutionising their methods or should we start afresh? That is the decision we are making today. And we are talking about PANIC the business not Wai-con the event.

Melissa – If we are arguing about which SGM it was surely this means that we've had too many SGMs.

John – Who raised the dissolution motions?

Ruth – I did the last one.

Becki – I believe one was brought up by the board.

Fabian – You keep saying that it's better to start afresh and it's easier than changing PANIC but I don't see it as starting afresh. If we change PANIC, we don't have any resources but basically we are retracing our steps to when PANIC first started, yes we have competition, but I think we can still do it, it won't be easy.

Becky – So the idea of starting afresh is to do with the name of PANIC, either we stay as PANIC and revolutionise the business or we start as a new business that no one knows about. The name itself has a stigma about itself.

Fabian – We haven't lost all of our goodwill.

Becky – That is what you need to consider when making your vote, not going to discuss if we have bad stigma.

Ross – I take from the vibe from both sides of the room, that there are really 3 ideas: 1) PANIC is irreparably damaged, 2) Wade's opinion that this is a method that is dead and 3) people who want to save it, turn it into what it was. Everyone refers to it as revolutionising the club, well that's how this club started and I keep hearing people saying it's a business, it's a club you have members who vote, this is not how a business runs, you don't have members that come to a board meeting to vote, if we dissolve this will it get us any further, can't we actually formulate this for a means for various clubs to get together to run a self funded joint event and for those who want to sponsor it they can figure out based on their own calculations if it is worth it. The members are the liability and greatest resource. If you vote are you voting for the right reasons. Do you think it is a business that you have equity in or do you want to keep this club going and join up and be part of that?

Becky – I know you say club and I get where you are coming from but under the stuff we looked up when I was on the board, we are technically a business, not a club. Non-profit but it's still a business.

Sam – What about all the other members how don't get to vote, those we can't come due to commitments, how do they get a vote?

Leah – That's why an email is sent out in advance so proxies can be arranged.

Ben – Just continuing Ross's point, if we do fold up PANIC just think of this of a car, we've got a car moving along not running along well, but you want to smash the whole thing. I say you don't have to destroy the frame, just clean it up and make it work run well again. It takes money and effort to do so but it can be done.

Becky – On that analogy, the point still remains is it worth putting all the money and effort to fix it.

Ben – It still takes money to open a new organisation to open bank accounts etc.

Isabelle – This organisation hasn't had a full board for over a year.



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Wilson – There are factors as to why people did not go on the board and that is something we need to take into consideration. Obviously financials is one. It didn't feel inclusive. To me that is why I didn't sign up for the board, it didn't feel inclusive of the community. Even though I helped the media subcommittee, as I say it didn't feel inclusive. It felt like a special club being on the board itself. And exclusive in that sense.

Becky – So saying we need to change the board feel.

Wilson – The feel and the structure. We ask to nominate for 9 positions every year. I don't think that should be the case. I'll put it to you guys, do we need to nominate 9 people every year to change hands.

Isabelle – This SGM is a single issue.

Leah – With the committee one problem is burnout, that's why it got so large, to combat burnout and if you run different events you need different people so running as a different entity, it might work. I'm worried for the board members. This is going to be a long uphill battle, I don't know if it's worth throwing your money and effort at it. With PANIC I think with the name, anyone who you apply for sponsorship, are going to be able to google PANIC and find this mess. They are going to find this and I do not think it will be easy to find any sponsorship money.

Lee – The people who are wanting to say vote to not dissolve PANIC, will they also be willing to put forward a constitutional change to revert PANIC back to its original form?

Leah – That's a separate issue.

Wilson – If we do not dissolve then yes there will have to be a raft of changes. That is something the board in itself will have to look at.

Lee – Doesn't the constitutional changes need to be voted on in a SGM?

Wilson – Yes it does.

Ruth – There is absolutely nothing to prevent, if the dissolution goes ahead, this organisation holding in trust all of their assets and liabilities, you have three months I understand in that time if there is the will, which I believe there is, to start something which is different, which is basically what PANIC intended, I think it would be easier than changing the board/constitution/everything. It will probably have the same people running it, but a different constitution. From the last meeting there are 300 members <Wilson – 250>. About 10% of those people in this room. 90% of this organisation who couldn't make it for valid reason or just don't give a shit. I just wanted to put that on record. If that motion passes today I believe there are enough people in this room to start something that will be the successor to PANIC.

Christina – I do have something to say, I have been listening to everything. To make it clear I am not for or against. But the issue has been raised with our reputation, that's why I wanted to go to the police. It will show we are trying to do the right thing. I'm not saying we will completely save our reputation.

Garry – I agree the thing is there is a for and an against for the shut down. If it shuts down, would they back another group based on the committee. In that case why shut this down, why not just throw your membership cards in.

Leah – If it dissolves it will be a new organisation with new goals, constitution and membership. You won't necessarily have the membership that is present here. You don't know what it will be.



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Ruth – There is nothing stopping PANIC offering the new organisation the members by sending out an email to the 250 members saying we have dissolved this is a new organisation with similar goals, you can contact these guys and the members can choose if they want to opt in or not.

Lee – PANIC can't if a dissolution happens, the emails are shredded. They cannot be used, kept for 7 years but cannot be used. Can use the Facebook account but PANIC cannot send out an email.

<Interjections about using snail mail and comments saying that also is not allowed>

Jill – Is there anyone here who isn't sure what they are going to vote?

Christina – So there are still a couple.

Wilson – If PANIC dies there won't be anything similar to what it is now or what was there before. Its hard to bring people together to start it again. PANIC was formed with members of the university clubs, brought together by a person called Justin Bairstow who had the original idea of bringing things together. It is sad for me to see it in this sorry state, at the end of the day the organisation is just a shell right now, we just need to rebuild everything inside, get everything going again. Its not starting completely fresh we do have a starting base.

Becky – First off I hear a lot of people saying it's hard to get new things started in Perth but we've got Respawn, Japan Festival, a lot of these things are getting people really quickly, so I don't see where you are coming from saying it will be hard to get lots of people to come to something new.

Lee – Are you recording this? You cannot record this without the express permission of everyone here.

<discussion about recording on a phone, recording is stopped>

Becky – Is there a way we can make the vote private because there is a lot of emotion in this and I don't want to get hassled for how I vote.

Christina – Yes we can. So everyone will go outside and people will come in one by one.

Becky – It doesn't have to be a motion.

Ruth – Wade says it's normal.

Chelsey – I have a comment, it's not so much about what we are discussing but how we are discussing it. Just take out all the talk about motions and analogies make for confusion. Then there doesn't need to be any animosity.

Christina – It will be a secret ballot, I would prefer that as well due to the high emotions today.

Becky – If the vote is to keep PANIC going do you have anything set right now for the next step for PANIC?

Christina – Changing all the business processes.

Becky – But in terms of specific cases.

Christina – If you want examples I have already started writing a business plan. The first path is identifying all the problems, due to all the issues with the banking one of the procedures I want to bring in is loss prevention measures, so things are less likely to happen again.



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Wilson – In terms of plans I'm not talking anything concrete because I'm not here to make promises that I can't deliver. Moving forward would mean changing and relooking the business core and working from there.

Becky – If we say keep going, I want to know that you guys have a view for the next 6 months, for something you will actually do. As for the previous board we kind of waffled on a bit.

Christina – The next 6 months will be working on the business plan, until we have a plan we will not have events.

Ruth – In the next 6 months you need an AGM.

Christina – That is something I was going to bring up at the end of the meeting.

Wilson – At least 3 to 6 months is a good review period to identify the flaws because right now we are running as the same thing.

Veronica – As president of POWA, if PANIC is to continue and there is a push to turn it into a community thing, POWA is here and willing to help.

Isabelle – As chairperson will you be counting the votes and abstaining from voting?

C – Yes I am, I have a proxy and they will be abstaining as well.

Isabelle – If I give my proxy to Sally, Sally cannot vote herself. You only get one vote.

<Wilson reads out section 21.1 of the constitution>

Wilson - So I guess we may have to rule out proxies.

John – Your proxy has to be the same vote as you.

Becky – So in this instance Christina's proxy has to abstain.

<Discussion on proxy rules.>

Christina – You can have two votes but it must be the same.

Ruth – My interpretation is if someone has given you a proxy you can only vote for the proxy or vote for yourself.

Wade – But it's up to the chairperson.

Ruth – Will you allow proxies?

Christina – Yes but they have to vote the same way as you. One vote for everyone here and the proxies do count. Yes it is two votes.

Chelsey - Interest is your decision not your vote.

Christina – We will now call the vote.

<Voting>



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Christina – The results are failed by majority. 7 people voted for dissolution, 21 against, 3 abstained. The AGM date is set for 6 weeks from today the 16th of April, a Saturday. The location and time are to be announced.

Garry – With memberships, the dates are all over right?

Wilson – There is no current set date.

Garry – Can we raise this at the next AGM, say maybe the 1st July. I'm thinking of the paperwork.

Christina – This is something to be discussed at the next AGM. From the procedure standpoint it will be easier. So basically that's all I wanted to say. Thank you all of you for coming. All board members to stay, they are all caretakers, we will have proper nominations at the AGM.

Becky – Can we have an email or something go out saying if you're not sure if your email is correct send an email to whoever has the current position, president or acting secretary saying you need to update your emails.

Wilson – Of the 250 emails I sent there were 40 bounces, I reimported emails as well to crosscheck the emails.

Christina – If all the new board members could stay back, I am closing the meeting since we have had the vote, I am closing the meeting at 5.11 pm. The AGM is set for the 16th of April, I will see you all there.

7. Check Out

8. Next meeting

Saturday 16 April 2016

I, the undersigned, have read the recorded minutes and confirm that they are an accurate representation of the meeting it reflects.

Chairperson

To-do List