

ABN 50 091 457 911

Chairman: Mart Rampe 0408 677709 mart.rampe@harvestscientific.com.au

Secretary: Dr Juho Looveer (02) 4500 3816 Juho.Looveer@gmail.com

MINUTES

ANNUAL GENERAL MEETING, 2020

Sunday 14th February 2021

Sydney Estonian House, Surry Hills, Sydney

Note: this meeting had been postponed from 2020 with permission due to the Covid-19 epidemic

1 MEETING OPENING

The meeting commenced at 12:07 p.m.

The Chairman, M. Rampe opened the meeting by welcoming the members. He explained that this meeting had been deferred from 2020 due to the covid-19 pandemic.

We have 11 members present out of 56 currently financial members, plus 21 proxy forms submitted.

A minute's silence was observed as a sign of respect to members who had passed during the year.

2 ATTENDANCE

PRESENT: 11 people – Mart Rampe; Dr Juho Looveer; Maie Barrow; Ingrid Tartu; Hillar Ranniko; Ivo Kauniste; Eili Annuk; Kai Panov; Taimi Nurme; Lembit Suur; Sulev KalamõE

PROXIES:

To Chairman: David Eden; Malle Eden; Tiina Alexander; Lembit Marder; Krista Rampe; Koidu Goeschel; Ethel Tatrik; Aino Loit; Anne-Reet Kimmel; Auli Palo; Kaili Ford; Trevor Ford; Krista Ford; Tiiu Ford; Eha Carr; Russel Littlefair; Kartin Littlefair; Pam Rampe

To Mart Rampe: Kate Rampe

To Eili Annuk: Vello Annuk
To: Ingrid Tartu: Mara Maasepp

APOLOGIES: Dr Peter Muttik; Tony Moll ; Pam Rampe ; Kaili Ford ; Krista Ford

2.1 Vote Counters

The following were appointed: Lembit Suur; Ivo Kauniste; Eili Annuk

3 AGENDA – ORDINARY BUSINESS

- 3.1 To confirm the Minutes of the Annual General Meeting of the Company, held on Sunday, 28 October, 2018
- 3.2 Annual Accounts and Records
- 3.3 Election of Auditors
- 3.4 Election of Directors
- 3.5 General Business

4 MINUTES OF PREVIOUS MEETING: 27 October 2019

- 4.1 These had been circulated via email and published on the website, and were read out by Secretary Dr Looveer

MOTION: Moved K Panov; seconded TE Annuk

That the Minutes of the previous meeting (27 October 2019) be accepted as a true record of that meeting

AGREED

5 CHAIRMAN'S REPORT

- 5.1 This had been circulated with the meeting papers.
M Rampe read his report to the meeting
 - There were 7 Board meetings in the 2019-2020 financial year. Since March 2020, all ECFA Board meetings have been conducted via Zoom
 - A key issue had been the change of name, to indicate a changing focus.
 - The ECFA had also conducted a competition for new logo. This was won by Lachlan Bell, a young Estonian from Sydney.
 - We have revised our investment strategy to provide for a much improved return.
 - We awarded \$20,500 in funding to applications in 2020; Due to the pandemic, some of these funds have yet to be acquitted.

- The membership fees policy is being revised, so that all members pay \$5 per person per year – this requires a change to the Constitution.
- We have had a large involvement with AESL and their renewal.
- We are currently reviewing our Constitution.

5.2 COMMENTS

- Nil

MOTION: Moved T Nurm; seconded I Kauniste
That the Chairman’s Report be accepted.

AGREED

6 ANNUAL ACCOUNTS AND RECORDS

6.1 Annual Accounts

- As the Treasurer has recently resigned, the report was presented by the chairman.
- The accounts summary had been circulated with the Notice of Meeting (see attached)

• The report highlighted that:	Current year	previous year
Total Income received	= \$ 26,396	\$ 79,581
Grants awarded	= \$ 20,500	\$ 18, 845
Total expenses	= \$ 24,023	\$ 28,139
nett profit	= \$2,373	\$ 51,422.58
Total Equity	= \$876,079	\$905,000

- The profit for the previous year was mainly due to the bequeath of \$50,000 from Hans Ots
- T Nurm: There is a “consulting fee” under Expenses for \$3520.
Is this the audit fee to Fitzpatrick?
MR: believe so; note that Fitzpatrick also did the bookkeeping for us in 2020
- T Nurm: The Hans Ots donation was received in 2019. \$4,000 of this was awarded to Sörve. This amount should then be listed as a liquid asset
- T Nurm: under 6.4 Financial Assets, there are 8 unit trust funds listed. However there is no comment re their fees.
We need a gross income listed for each fund.
- The investments are all in property. It would be wiser to diversify somewhat
- T Nurm: Noted that Common Cents is NOT a financial advisor, but predominantly a mortgage broker.
M Rampe: their credentials were presented to the Board and accepted.

- T Nurm: re the second fund, it relates to one property only, and this is currently in dispute with the government. This needs to be monitored carefully, especially if there is a collapse in the property market.
- Most of the investments are in 3-year, 4-year, or even 7-year terms. These could attract early exit fees.
- M Rampe: yes, we get monthly reports, summarised quarterly. We have handed over all financial management to Common cents and Fitzpatrick's (our auditors).
- E Annuk: If FitzPatrick's does our bookkeeping, is it appropriate for them to also do the auditing?
M Rampe: this has been an extraordinary year
L Suur: this is not "best practice"
- L Suur: Does the Board have a Risk Plan?
Has the Board evaluated a Risk Appetite?
History shows that the property market in Australia is generally quite good. However, it would be better to diversify.
- L Suur: perhaps the ECFA needs an Audit Committee, including some Board members, to consider all of this and then report to the Board?
- L Suur: The Board are not expected to be experts at Finances, but they need to get the Governance around this right.
- I Kauniste: confirming that the financial year for the ECFA goes from 1 July till 30 June the following year

6.2 Auditor's Statement

This had been circulated with the Meeting Papers (see attached).

The Auditors have given their approval for the accounting for the Company.

MOTION: Moved L Suur; seconded T Nurm

That the Financial Report, balance sheet and Auditor's Reports be accepted

AGREED

6.3 Auditors for Coming Year

- MR proposed that Rick Fitzpatrick & Co be again appointed as auditors

MOTION: Moved Kai Panov; seconded Ivo Kauniste

That Rick Fitzpatrick and co. be appointed auditors for the Estonian Relief Committee Ltd for the following year

AGREED

7 ELECTIONS

7.1 Directors of the Board for ERC Ltd

- MR explained that during 2020 there were 8 Directors and one vacancy.
- Tony Moll had resigned during the year.
The Board had recommended Tony Moll for Life Membership, and showed an award to be handed to Tony .
- Treasurer Kaili Ford had resigned 6 February 2021.
- The current seven Directors will continue
- Sulev Kalamäe has nominated for the Board.

MOTION: Moved L Suur; seconded I Tartu
That Sulev Kalamäe be elected to the Board of the ECFA

AGREED

MOTION: Moved L Suur; seconded I Tartu
That all current Directors remain as members of the Board of the ECFA
AGREED

7.2 Membership Fees

- M Rampe: our membership fees are a token, not a fund-raiser. Hence there was the move to simplify our membership demands.

MOTION: Moved M Barrow; seconded K Panov
That the Constitution be amended so that the membership fee for all members be \$5 per year, as from July 2020

AGREED

8 GENERAL BUSINESS

8.1 Other Matters

- K Panov: people receiving funding should be present at the AGM and report on their use of these funds.
- J Looweer: A great idea, but not practical when recipients are from interstate or overseas.
- M Barrow: re funding for Estonian Archives in Australia – they were granted \$1,000 to digitise the book re the Mahatma of the Baltics. However, they were contacted by a group in Vancouver, Canada, who have already completed this work. The ECFA has agreed to let the Archives use this funding for another project.
- H Ranniko: The Sydney Eesti House Co-Op had received \$5,000 to assist them in applying for a Development Application for work on the house. They expect to be able to submit this soon and start on stage 1 of the work.

- E Annuk: Even if the ECFA gets financial advice from an outside group, it could be useful to check this with T Nurm.
T Nurm due to her job and other commitments, she can not provide specific advice.
- L Suur: It could be useful for the Board to write to Fitzpatrick's and ask them to explain how they separate their accounting for ECFA from their auditing of ECFA accounts
- M Rampe: he has recently been co-opted onto a Wollondilly Council workgroup re the Kungla sign in Thirlmere. Another member of this group is the Oaks heritage Society.
Plans are to refurbish the sign – the shop owner is okay with this as long as it costs them nothing. The front façade also needs todying up
- T Nurm: the Charities symbol on our letterhead needs a registration number underneath it.

9 CONCLUSION

- M Rampe thanked participants for their time and interest

The meeting closed at 01:07 p.m.

The Chairman's Report

ANNUAL GENERAL MEETING 2020

12th January, 2021

Dear Member

Re: Summary of Activities of the Estonian Cultural Foundation in Australia 2019 – 2020

The Estonian Cultural Foundation in Australia is pleased to provide a summary of events and activities undertaken during the 2019-2020 Financial Year.

Probably the most significant matter dealt with by the organisation was to change its name from the Estonian Relief Committee to its newly adopted name (ECFA). It was felt by the Board that 2019 marked a significant turning point for the Company's future and it was strongly felt that if Estonian culture in Australia is to survive, it must look to our youth to engage with and promote the Estonian "story". The change of name was verified by members at the October 2019 Annual General Meeting. In line with the Company's updated corporate strategy, it was decided to update its image including its logo. A competition for the design of a new logo was announced at the start of 2020 resulting in over 60 entries being received. The winner of the logo competition was Lachlan Bell, a young Estonian from Sydney. The new logo combines items from Estonian heritage, being a *sõlg* (brooch) and a *kilp* (shield) and incorporates 8 stars from the Southern Cross to represent the states and territories of Australia. Using the colours from the Estonian flag, the letters from the ECFA acronym are imprinted on the circles of this *sõlg*. For designing the winning logo, Lachlan received a prize of \$500.

During the course of the year, it was also decided to reassess the Company's investment strategy. Given the low rates of return from existing term deposits, it was decided to seek the assistance of a financial planner to review and rationalize our existing cash assets. Accordingly, the services of Common Cents Financial Services Pty Ltd (CCFS) were engaged to advise the ECFA on an appropriate investment strategy going forward.

As a result of this strategy, and with the assistance of CCFS, the ECFA has invested its liquid assets in a range of funds that will deliver returns in the range of 4% to 12% per annum. The purpose of this strategy was to increase ECFA's annual income significantly from existing levels, enabling it to fund a greater range of individuals and organisations that promote Estonian culture in Australia. Details of the Company's financial position for the period ending June 30, 2020 are attached and can also be found on our website www.estoniancfa.org.au.

In July 2020, the ECFA Board was pleased to announce a number of funding awards to promote Estonian culture in Australia. A total of \$20,250 was awarded and included the following organisations and individuals:

Sõrve – awarded \$7500. To directly assist the National Estonian Summer Camp continue and strengthen the bonds within the Australian-Estonian community. This will be achieved through camp activities including:

- Australian-Estonian language teachers involved in the kindergarten groups around Australia;
- Music including singing to show an insight to the Estonian Song Festivals;
- Dancing to showcase and promote participation in the Estonian Dance groups in Australia
- Participation in creation of traditional Estonian Art and Craft;
- Providing our young adults with opportunities to develop youth leadership; and
- mentoring skills that will flow on to a wider Australian-Estonian community or even Estonian communities abroad.

Hans Ots Annual Award – awarded \$4000

This is an annual award to support youth from interstate mainly and from outside of Sydney to attend Sõrve Camp.

Sydney Estonian Handicraft Association – awarded \$1750

The Sydney Estonian Handicraft Association would like to develop a digital archive to display the Estonian folk costumes that have been worn by people with Estonian heritage in Australia.

Estonian Archives in Australia – awarded \$1000

Digitisation and conversion to a text document of the manuscript of “The Mahatma of the Baltics” by Friedrich Lustig.

Sydney Estonian House Co-operative Society Limited – awarded \$5000

To assist in the cost of preparation and lodgement of Development Application plans for the refurbishment of the Sydney Estonian House.

Virmalised – awarded \$1000

For the purchase of pastlad for the Virmalised dance group, which can be lent out to members for performances (pastlad are traditional, lightweight and flat (heel-less) Estonian footwear made of tan leather and fastened with leather laces. They are worn with pride by many dance groups in Estonia).

It was also agreed that the **Eesti Päevad** (Cultural Festival) is an important event for promoting and fostering Estonian culture in Australia, and the ECFA will endeavour to provide some funding towards that event on each occasion.

The Board also announced its intention to change the membership fee policy to a flat \$5.00 for all members (other than those already granted honorary Life Membership). As required by ECFA's constitution, this proposal will be put to the Annual General Meeting for ratification.

The full implications of the COVID crisis became evident during the course of the year. All Board Meetings since March 2020 have been held by remote teleconferencing facilities and will remain the norm until further notice. A further consequence of this pandemic is that the Annual General Meeting for 2020 has now been postponed until February 14th 2021. It is hope that by this time, restrictions will be eased enough to allow for members to participate in the proceedings to be held at Estonian House in Sydney.

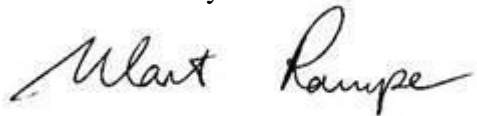
Other activities of note included the ECFAs participation in various meetings to assist with the AESL's efforts to determine its future. Two ECFA delegates were sent to the AESL Meeting held in Melbourne on 26th January, 2020. In addition, a number of teleconferences have also been held.

Efforts by ECFA Board members have also commenced with the objective of reviewing the Company's constitution. It was agreed that the existing ERC Limited Constitution should be updated to reflect recent changes to its corporate state and reflect more closely its current operating mode. To that end, the Board is hoping to present the results of its review to the members during the course of 2021, with the aim of adopting a new constitution either at or prior to the next Annual General Meeting.

Finally, the Board would like to acknowledge the contribution by Tony Moll, who stepped down as a Director of the Company during the course of the year. Tony had been a Director since 2003 and provided valuable input to the smooth running of the Company during his period of tenure.

At the time of writing, our AGM is to be held at Sydney Estonian House on Sunday, 14th February, 2021. This is subject however to there being little or no COVID-19 related restrictions at that time.

Yours Faithfully

A handwritten signature in black ink that reads "Mart Rampe". The signature is written in a cursive, flowing style.

Mart Rampe
Chairman

30 October 2020

Estonian Cultural Foundation in Australia Limited
160 Michell Rd
THIRLMERE NSW 2572

Dear Mart

2020 Audit Report

Please find enclosed your completed Audit Report for the 2020 financial year.

Please review and sign at your earliest convenience.

If you have any questions, please contact Fitzpatrick Group on 1300 780 191.

Yours Faithfully

Fitzpatrick Group



Rick Fitzpatrick
Director

*Building
Better
Businesses*

Contact Details

fgadmin@fitzpatrickgroup.com.au
1300 780 191

Liability limited by a scheme approved under Professional Standards Legislation

www.fitzpatrickgroup.com.au

Annual Accounts

Estonian Cultural Foundation in Australia Limited

ABN 50 091 457 911

As at 30 June 2020

Prepared by Fitzpatrick Group

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Notes to the Financial Statements

Estonian Cultural Foundation in Australia Limited

For the year ended 30 June 2020

1. Statement of Significant Accounting Policies

The directors have determined that the company is not a reporting entity and accordingly, this financial report is a special purpose report prepared for the sole purpose of distributing a financial report to members and must not be used for any other purpose. The directors have determined that the accounting policies adopted are appropriate to meet the needs of the members.

The financial report has been prepared on an accrual basis and under the historical cost convention, except for certain assets, which, as noted, have been written down to fair value as a result of impairment. Unless otherwise stated, the accounting policies adopted are consistent with those of the prior year.

The accounting policies that have been adopted in the preparation of the statements are as follows:

Income Tax

The income tax expense for the year comprises current income tax expense. The company does not apply deferred tax. Current income tax expense charged to the profit or loss is the tax payable on taxable income calculated using applicable income tax rates enacted, or substantially enacted, as at 30 June 2020. Current tax liabilities are therefore measured at the amounts expected to be paid to the relevant taxation authority.

Intangibles

Goodwill is recognised as the excess of the purchase price for a business acquired over the fair value of the net assets at the date of acquisition. Goodwill is assessed for impairment annually and is carried at cost less accumulated impairment losses.

Trade and Other Receivables

Trade receivables and other receivables, including distributions receivable, are recognised at the nominal transaction value without taking into account the time value of money. If required a provision for doubtful debt has been created.

Financial Assets

Investments held are originally recognised at cost, which includes transaction costs. They are subsequently measured at fair value which is equivalent to their market bid price at the end of the reporting period. Movements in fair value are recognised through an equity reserve.

Cash and Cash Equivalents

Cash and cash equivalents include cash on hand, deposits held on call with banks, other short-term highly liquid investments with original maturities of three months or less, and bank overdrafts.

Revenue Recognition

Revenue from the sale of goods is recognised upon the delivery of goods to customers.
 Revenue from the rendering of services is recognised upon the delivery of the services to customers.
 Revenue from commissions is recognised upon delivery of services to customers.
 Revenue from interest is recognised using the effective interest rate method.
 Revenue from dividends is recognised when the entity has a right to receive the dividend.
 All revenue is stated net of the amount of goods and services tax (GST).

Goods and Services Tax

Transactions are recognised net of GST, except where the amount of GST incurred is not recoverable from the Australian Taxation Office (ATO).
 Receivables and payables are stated inclusive of the amount of GST receivable or payable. The net amount of GST recoverable from, or payable to, the ATO is included with other receivables or payables in the balance sheet.

Grants

Grant revenue is recognised in the income statement when the entity receives the grant, when it is probable that the entity will receive the economic benefits of the grant and the amount can be reliably measured.

If the grant has conditions attached which must be satisfied before the entity is eligible to receive the grant, the recognition of the revenue will be deferred until those conditions are satisfied.

Where the entity incurs an obligation to deliver economic value back to the grant contributor, the transaction is considered a reciprocal transaction and the revenue is recognised as a liability in the balance sheet until the required service has been completed, otherwise the income is recognised on receipt.

Estonian Cultural Foundation in Australia Limited receives non-reciprocal contributions of assets from the government and other parties for a nominal or zero value. These assets are recognised at their fair value on the date of acquisition in the balance sheet, with an equivalent amount of income recognised in the income statement.

Donations and bequests are recognised as revenue when received.

Directors Declaration

Estonian Cultural Foundation in Australia Limited For the year ended 30 June 2020

The directors have determined that the company is not a reporting entity and that this special purpose financial report should be prepared in accordance with the accounting policies outlined in Note 1 to the financial statements. The directors of the company declare that:

1. The financial statements and notes, present fairly the company's financial position as at 30 June 2020 and its performance for the year ended on that date in accordance with the accounting policies described in Note 1 to the financial statements; and
2. In the directors' opinion there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

This declaration is made in accordance with a resolution of the Board of Directors.

~~Mart Rampe~~ _____

Director: [insert director here] _____

Mart Rampe (Oct 30, 2020

11:34 GMT+11)

Compilation Report

Estonian Cultural Foundation in Australia Limited For the year ended 30 June 2020

Compilation report to Estonian Cultural Foundation in Australia Limited

We have compiled the accompanying special purpose financial statements of Estonian Cultural Foundation in Australia Limited, which comprise the balance sheet as at 30 June 2020, the income statement, the statement of cash flows, a summary of significant accounting policies and other explanatory notes. The specific purpose for which the special purpose financial statements have been prepared is set out in Note 1.

The Responsibility of the Directors

The directors of Estonian Cultural Foundation in Australia Limited are solely responsible for the information contained in the special purpose financial statements, the reliability, accuracy and completeness of the information and for the determination that the basis of accounting used is appropriate to meet their needs and for the purpose that financial statements were prepared.

Our Responsibility

On the basis of information provided by the directors we have compiled the accompanying special purpose financial statements in accordance with the basis of accounting as described in Note 1 to the financial statements and APES 315 Compilation of Financial Information.

We have applied our expertise in accounting and financial reporting to compile these financial statements in accordance with the basis of accounting described in Note 1 to the financial statements. We have complied with the relevant ethical requirements of APES 110 Code of Ethics for Professional Accountants.

Assurance Disclaimer

Since a compilation engagement is not an assurance engagement, we are not required to verify the reliability, accuracy or completeness of the information provided to us by management to compile these financial statements. Accordingly, we do not express an audit opinion or a review conclusion on these financial statements.

The special purpose financial statements were compiled exclusively for the benefit of the directors who are responsible for the reliability, accuracy and completeness of the information used to compile them. We do not accept responsibility for the contents of the special purpose financial statements.



WA Fitzpatrick
Fitzpatrick Group
Narellan | Picton | Surry Hills | Sydney Olympic Park
Dated: 29 October 2020



INDEPENDENT AUDITOR'S REVIEW REPORT

To the members of the Estonian Cultural Foundation In Australia Limited

Report on the Financial Report

I have reviewed the accompanying financial report of the Estonian Cultural Foundation In Australia Limited which comprises the statement of financial position as at 30 June 2020, the statement of comprehensive income, statement of changes in equity, notes comprising a summary of significant accounting policies and other explanatory information, and the directors' declaration.

Directors' Responsibility for the Financial Report

The directors of the company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001/ACNC Act* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

My responsibility is to express a conclusion on the financial report based on my review. I conducted my review in accordance with the Auditing Standard for a Company Limited by Guarantee, in order to state whether, on the basis of the procedures described, I have become aware of any matter that makes me believe that the financial report is not in accordance with the ACNC Act including: giving a true and fair view of the company's financial position as at 30 June 2020 and its performance for the year ended on that date; and complying with the Australian Accounting Standards and Corporations Regulations 2001. ASRE 2415 requires that we comply with the ethical requirements relevant to the review of the financial report.

A review of a financial report consists of making enquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Australian Auditing Standards and consequently does not enable me to obtain assurance that I would become aware of all significant matters that might be identified in an audit. Accordingly, I do not express an audit opinion.

Independence

DUP

In conducting my review, I have complied with the independence requirements of the *Corporations Act 2001*

. I confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Estonian Cultural Foundation In Australia Limited would be in the same terms if given to the directors as at the time of this auditor's report.

Conclusion

Based on my review, which is not an audit, I have not become aware of any matter that makes me believe that the financial report of the Estonian Cultural Foundation In Australia Limited is not in accordance with the *Corporations Act 2001* including:

- (a) giving a true and fair view of the company's financial position as at 30 June 2020 and of its performance for the year ended on that date; and
- (b) complying with Australian Accounting Standards and *Corporations Regulations 2001*.



Warwick Fitzpatrick

Dated this 30th day of October 2020

Suite 7, 1 Somerset Avenue

Narellan NSW 2567