

## ATTENDANCE

<p><b>Directors:</b> Keith Noble Ken Atkinson Allison Halliday Peter Rowles Ryan Donnelly Julia Leu (left 11am) Steve Turton</p>	<p><b>Staff:</b> Carole Sweatman, CEO Colleen McIntosh, Executive Support Officer Penny Scott (arrived 9am and left 11am)</p> <p><b>Others:</b> Dave Moore – Green Collar (arrived 12.30pm and left 1.00pm)</p> <p><b>Apologies:</b> Mike Berwick</p>
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## Friday 25 November 2016

<b>OPEN SESSION</b> Keith opened the meeting at 8.35am	<b>ACTIONS</b>
<p><b>Traditional Owner Welcome to Country</b></p> <p>Keith paid his respects to elders past and present and thanked the Traditional Owners for having Terrain on their country.</p> <p>The Board had a short discussion on the idea of adding an extra sentence to our email address block indicating the Traditional Owner country the email is sent from. Julia said she has added to her signature block and it is strongly encouraged in the Douglas Shire – has also been added to Agendas and Minutes. Steve said he has done so himself and CQU have also added to their signature block. The Directors agreed to get more information before making a decision.</p> <p>Keith acknowledged Julia and her commitment to Terrain especially after becoming Mayor. Keith added Julia’s contribution has been outstanding and going forward will keep our association. Keith wished Julia good luck. Julia acknowledged Keith’s thanks.</p> <p>Keith acknowledged Peter for re-applying and retaining his Board position and welcomed Steve as our Director elect. Keith said Steve is attending today’s meeting as an observer adding it was good Steve was able to attend.</p>	<p><i>Kath to follow up idea of adding Traditional Owner country to Terrain signature block.</i></p> <p><i>Steve to send his signature block to Carole</i></p>
<p><b>Declaration of Conflict of Interest</b></p> <p>Ryan advised he is Chair of the Wet Tropics Healthy Waterways Project – he did not think there was a conflict of interest but would declare and leave the room should a conflict arise at future meetings</p> <p>Keith said there was one topic he would like to discuss while Julia was still in the meeting. Mike has been appointed to an WWF led Independent Review Panel which has been formed to look at the progress against Reef 2050 (the Long Term Sustainability Plan). Mike has notified the Terrain and RGC Boards of his appointment. Keith said this could be perceived as a potential conflict of interest for Mike and a possible risk to NRM’s reputation. As Mike will be joining the meeting</p>	

<p>later, the Board decided to discuss further the matter further with Mike when he joined the meeting.</p>	
<p><b>Strategic Items</b></p>	
<p><b>1. Focuses on the Big NRM Picture</b></p> <p><b>1.1. NRM Planning</b></p> <ul style="list-style-type: none"> <li>▪ <b>NRM Report Card</b></li> </ul> <p>The report was taken as read.</p> <p>Keith firstly congratulated Penny for the awards for the NRM Plan for People and Country. The Plan won both a commendation and the Wendy Chadwick Award for Encouragement at the Planning Institute of Australia (Qld) Awards held in Brisbane 2 weeks ago.</p> <p>Penny advised it has been a quiet period and we now have Bronwyn Robertson on as the NRM Plan Coordinator adding she is doing great work. Bronwyn is working to finalise all the details. We have a draft Outreach Plan – involving Members/Partners/Local Councils and Community. Penny said we are planning to run some “hands on” workshops and we are aiming to add one portal per month. Peter added once one person in the Community uses – others will follow.</p> <p><b>Recommendation:</b></p> <p>That the Board note the NRM Plan Report Card – <b>noted.</b></p> <p><b>1.2. Knowledge Brokerage - No report</b></p> <p><b>1.3. Strategic Influence</b></p> <ul style="list-style-type: none"> <li>▪ <b>Communications Report Card</b></li> </ul> <p>Taken as read. Carole advised we had great media around the Biological Farming Conference last month. We now have a monthly article in the Rural Insight and have been doing a great job with social media. Carole asked the Board to follow Terrain and like us on Facebook adding something goes in daily.</p> <p><b>Recommendation:</b></p> <p>That the Board to review and note the Communications Report Card – <b>noted.</b></p> <ul style="list-style-type: none"> <li>▪ <b>Chair’s Report – Keith Noble (acting Chair)</b></li> </ul> <p>Keith gave update to the Board including –</p> <ul style="list-style-type: none"> <li>• Keith acknowledged Carole for winning Regional and Queensland Not for Profit Leader of the Year in the recent Australian Institute of Management Awards.</li> <li>• Keith mentioned the Smith’s Gap field day and congratulated Peter and Tony on its success</li> <li>• Keith attended the first regional Planning Institute of Australia Conference which was held in Stanthorpe. Keith raised the ability of NRM groups as a vehicle for better planning outcomes. We need to continue to build on relationships and seize opportunities.</li> <li>• Keith said he also attended a second Planning Institute of Australia event in Townsville. The next regional plan will be in the northern region with NQ Dry Tropics strongly involved. Keith noted there were very few planners in Indigenous engagement – NRM groups lead the way.</li> </ul>	<p><i>Keith to connect with Penny with view of getting an article included in Queensland Planner around planning in NRM groups</i></p> <p><i>Penny to follow up a second article around indigenous engagement – perhaps a joint article with WTMA</i></p>

- Keith met with Peter Valentine following the first new SISP process since the change to the Constitution. Keith recommended the board Chair meet with the SISP prior to the start of the 2017 recruitment process. Keith also added we should include SISP members in the upcoming governance training.
- Keith said he has enjoyed his 2 months as Acting Chair. He found it interesting and reinforced what a good organisation Terrain is.
- Keith and Carole caught up with Warren Entsch recently. Keith said Warren was impressed with the number of strong applicants we received for the Director recruitment. Carole spoke to Warren about the idea of some kind of internship – Warren said he would help. He also offered the use of his Canberra office.

*Colleen to follow up inviting SISP to attend the Governance training.*

#### **Chairs report noted**

##### **Director's Reports**

- Steve Turton said he is only at the meeting as an observer but wanted to congratulate Keith on achieving his PHD. The Board acknowledged Keith's achievement as well.
- Ryan Donnelly advised the Wet Tropics Healthy Waterways Project is being launched on Tuesday 6 December on an evening Cairns harbour cruise (commencing 5.30pm) Ryan said the report is a great product. There are still a few gaps and more data will be embedded. Ryan said Penny had been influential in the project and we now have Sue Jenkins on board as the new Project Officer. Ryan advised that Warren Entsch is coming to the launch. Ryan said he is really enjoying his role and it gives him more opportunity to get out and speak to more people. Ryan said following the last board meeting where he asked for \$10,000 towards the project, Carole has leveraged another \$10,000 from the Cane Industry – dollar for dollar. Ryan said he thought the Healthy Waterways partnerships has enormous potential.
- Allison also bought up the issue of who can work on country – there have been some issues lately and individuals or groups will need a letter of support before being funded for any on ground works. Carole said this is a procedural thing and we don't fund people in areas they are not able to work in.
- Julia said Natural Disaster funding in the local government sector is still a large issue. Julia thanked Terrain for their involvement in World Cassowary day. Julia said she had great support from Tony, Peter and C4 following last year's Mission Beach event. Peter said it was good that Threatened Species Commissioner Greg Andrews attended both days and has committed to attend future days.
- Peter said he recently attended an Environment Round Table meeting which was attended by groups such as Terrain, Cape York NRM, Northern Gulf NRM, WTMA and GBRMPA. Carole, Penny and Sharlene gave presentations and Peter said it was a good opportunity to push the plan. He also added it was surprising how many people did not know about NRM.

*Penny to contact Julia re thank you letter to Tony and staff for contribution to WCD.*

##### **National NRM Funding n/a**

#### **1.4. Targeted Action**

The Board was given paper with the complete Program Logic, Operational Plan and Project list across all Terrain's activities.

*Penny to add link re projects and programs to NRM Plan*

<h2 style="color: green;">Building Beneficial Relationships</h2>	
<p><b>2. Build Beneficial Relationships</b></p> <p><b>2.1. Community NRM Groups</b></p> <p>Update in papers – taken as read.</p> <p>Carole gave the Board a copy of the Org Chart showing Terrain Staff. She showed the board a copy of first draft Org Chart trying to incorporate all teams and associated outside Staff. Follow up Org Chart will be provided once all Terrain Staff and associated outside staff can be incorporated in to one chart. Quite a complex task.</p> <p>Ken thought the final product would be a powerful tool to show Governments when asking for funding.</p> <p><b>2.2 Traditional Owners – no report.</b></p> <p>A report was presented after Board meeting with WTMA. We will have an updated report at the February Board meeting after follow up meetings with Bec from WTMA, Penny from Terrain and Traditional Owners.</p> <p><b>2.3 Regional Bodies</b></p> <p><b>Qld NRM Reform process –</b></p> <p>Carole advised the following regarding the Joint Venture with Cape York and Northern Gulf.</p> <ul style="list-style-type: none"> <li>• It is proceeding well</li> <li>• Have willingness and trust to go forward with joint venture. Northern Gulf had reservations in the beginning thinking possibly they could be consumed.</li> <li>• No Constitutional change envisaged</li> <li>• There will still be a local Board</li> <li>• Locations of offices will be maintained and will evolve over time</li> <li>• GIS officer and MERI/Reportin officers are now shared roles between Cape York and Terrain</li> <li>• The 3 organisations held a workshop with some Corporate Services Staff to check what systems we all have in common and what are the differences (Contracts and HR)</li> <li>• Questions of shared CEO does not have to be addressed at this stage</li> <li>• Carole is representing all 3 regions at the National CEO’s meeting in Canberra next week.</li> <li>• Keith and Carole will give an update at the AGM this afternoon.</li> </ul> <p><b>RGC Report –</b></p> <p>Keith advised the following –</p> <ul style="list-style-type: none"> <li>• Request from Qld government to reduce NRM costs</li> <li>• Smaller regions struggling</li> <li>• Initial statewide discussions on joint ventures fell apart quickly but everyone has come back on board now – similar processes to ours are being undertaken statewide.</li> <li>• Reef Catchments have re-joined RGC</li> <li>• RGC putting funding proposal to Qld Government</li> <li>• 4 CEO’s (Andrew Maclean, Geoff Penton, Carole and Paul Birch) are working on RGC request to come up with a statewide solution to a unify dealing with Governments. They have had a workshop and have suggested we write a State NRM Plan. They suggested to get someone from UQ to read all 14 NRM Plans. Now in the RGC, if the Government asks for NRM views, we</li> </ul>	<p><i>Carole to update the Board on progress of proposed State NRM Plan at February Board Meeting</i></p>

have to ask all 14 groups. That is why a statewide NRM strategy has been suggested. The view is to have in a skeleton form by March. The committee is asking people which initiatives fit in other NRM plans.

#### **2.4 Strategic Partners – no report**

Carole gave the Board an update on the progress of the Major Integrated Project EOI –

- Expression of interest to run a design phase for the project
- \$33m for Johnstone and Tully area and Burdekin for graziers
- 40 partners involved
- We are through the EOI process – a mammoth task
- Now asked to complete an Invitation to Offer. We ran a series of workshops to develop a process and submitted.
- We know we had one competitor
- Waiting to hear official outcome

Keith and the Board congratulated Carole on the work that has gone into this process.

Carole also advised we have won tender to run reverse auction project for Queensland Government. This tender process was on the open market and was not just for NRM groups – a great outcome to win the tender.

**2.5 Land Managers – no paper –** The IAG meeting due to be held on Friday 4 November was postponed. IAG Members are to be invited to an Innovation Workshop Bart Dryden will be holding early next year.

#### **Dave Moore from Green Collar gave a presentation to the Board –**

- Mike is working for Green Collar 2 days a week as a consultant
- Green Collar started about 7 years ago – one of the first innovators in the carbon space.
- 55 Staff – majority environmental scientists. Dave said he is more on the legal side.
- They have set up Catchment Conservation Alliance
- They feel they can't do on their own – need to collaborate
- Said it was good to be able to work with groups like Terrain as Green Collar is not closely aligned with local community as Terrain and other similar groups are. We need to make sure projects align and enhance what we all hope to achieve. This is the reason for signing an MOU.
- They will be organising a workshop to be held over the next few weeks to see how the relationship between Green Collar and Terrain will work

Keith thanked Dave who is to present at the Members Forum later this afternoon which will include signing of the MOU.

#### **Follow up discussion on possible Conflict of Interest for Mike Berwick –**

As Mike had joined the meeting for presentation by Green Collar, Keith asked Mike to advise what he is proposing to do regarding his appointment to the Independent Review Panel and possible perception of conflict of interest.

Mike said he had not decided but did not want to compromise NRM.

Carole thought it would be worth having a conversation with Josh Thomas who is the Senior Adviser to the Minister for the Environment, Josh Frydenberg. Mike said he would keep his options open at the moment and try to arrange a meeting with Josh Thomas in Canberra next week.

*Mike to follow up arranging a meeting with Josh Thomas in Canberra to discuss his appointment to Review Panel*

## Demonstrating Organisational Excellence

### Demonstrating Organisational Excellence

**3.1 Strategic Planning** – No agenda item for this meeting – this is an annual report provided in May/June

### 3.2 Terrain Team

- **Workplace Report Card, WHS Report & HRRC Minutes –**

### 3.3 Business Effectiveness

- **Finance Report Card, Financial Reports & Audit minutes**

Taken as being read. Ryan noted that Carole had mentioned earlier and had been articulated in the papers, a few projects had come to fruition turned around a project deficit, with budget forecasts into \$95,000 surplus. This means we can now look at reviewing the vehicle fleet, can expand office space at Cairns. Ryan said is good we are now on a positive trajectory and not be in a position to possibly need a re-structure.

Ryan advised the Board we have been advised by our current Auditors Moore Stephens (Queensland) Pty Ltd that they have merged with Crowe Horwarth Queensland. There will be no change to our Audits and they will still be conducted by the same people. The Board need to approve this merge and take to the Members at the AGM for their approval.

**Recommendation:** That the Board approves the appointment of Crowe Horwarth Queensland as Company's Auditors for the 2016/17 year following merger with current Auditors Moore Stephens (Queensland) Pty Ltd and takes their recommendation to the AGM for the Members approval.

**The Board endorsed the recommendation.**

- **Risk Report Card – noted**
- **Contract Report Card and details – noted**

### Summary of approvals

#### Audit/Finance Risk Committee recommendations:

- That the Board note the Financial Report Card - **approved**
- That the Board approve the financial statements for the period - **noted**
- That the Board note the Audit Committee minutes – **approved**

#### Risk Management recommendations:

- That the Board note the updated Risk Management Report Card - **noted**
- That the Board note the update on Significant Risks - **noted**

#### Contract and Project Management recommendations:

- That the Board note the Contract and Project Management Report Card and projects in brief - **noted**

#### Human Resource recommendations:

- That the Board note the Workplace Report Card - **noted**
- That the Board note the WHS Report - **noted**
- That the Board note the HRRC Minutes - **approved**

<p><b>Business Excellence</b> Healthy Terrain Team Plan update.</p> <p><b>3.4 Collaborative Decision Making</b> - Carole Sweatman was announced the Queensland winner for the not for profit category of the Australian Institute of Management Leadership Excellence Awards during this period.</p> <p><b>3.5 Corporate Social Responsibility</b> – no agenda item for this goal</p>	
<p>Board Business</p>	
<p><b>Board Business</b></p> <p><b>Possible name change for Terrain</b> Due to time constraints this discussion to be carried over to February meeting</p> <p><b>AGM run through</b> Carole discussed the process for the AGM and Colleen provided a running sheet for the Directors.</p> <ul style="list-style-type: none"> <li>▪ Directors Minutes – <b>approved in Out of Session Paper.</b></li> <li>▪ Action List - <b>noted</b></li> </ul> <p><b>Recommendation:</b></p> <ul style="list-style-type: none"> <li>• That the Board Action list be noted subject to any changes recommended by The Directors – <b>noted</b></li> <li>▪ Correspondence/Matters of interest or concern - nil</li> <li>▪ Out of Session papers – <b>approval of Board Minutes.</b></li> <li>▪ CEO’s Report – to be discussed – Keith and Carole to discuss firstly</li> <li>▪ Board only – reflection time</li> </ul>	<p><i>Colleen to put discussion on possible name change for Terrain on agenda for February Board meeting</i></p>
<p><b>Next meeting date –</b> Friday 24 February 2017 - Innisfail</p>	
<p><b>Close meeting</b></p>	
<p>The meeting was declared closed at 3.00pm</p>	

These Minutes confirmed as a true and correct record at the Director’s Meeting held

Signed.....

Keith Noble Acting Chair Terrain NRM