

Mike Berwick was unable to attend beginning of the meeting and Troy Wyles Whelan was nominated as the Chair in his absence. The Chair opened the meeting at 8.30am. The Chair welcomed the new Board Members Joann Schmider and David Hudson.

Please note that due to unforeseen circumstances the Meeting Agenda was changed and therefore the Agenda Item numbers appear out of order.

ATTENDANCE

Directors:

Mike Berwick from 2.15 pm
Peter Rowles
Troy Wyles-Whelan
Bill Shannon from 2.00 pm
Ken Atkinson
John Pollock
Elsie Go-Sam
Peter Valentine
Dave Hudson
Joann Schmider

Apologies: Paul Gregory

Staff:

Allan Dale, Chief Executive Officer (Friday only)
Carole Sweatman, Business Manager
Colleen McIntosh, Program Support Officer
John Reghenzani, Manager Sust Ind & Hinchinbrook
Evelyne Lewiston, Corporate Comms
Fiona George, Sust Ind Program Officer (Fri only)
Penny Scott, Team Leader – Green Corridors (Fri only)
Evizel Seymour, Barron Natural Resource Assistant (Fri only)
Bob Stewart

Other Attendees: - Diane Price – consultant 360 degree review, Ray Byrnes – SISP, Sam Pagano – JRCMA, Geoff Stocker- Malanda Landcare, Keith Gould, Russell Fry – Eacham and North Johnstone Landcare, Frans Arentz – TREAT, Joe Miller - BRICMA

Friday 28th August 2009

OPEN SESSION	ACTIONS
1 – Traditional Owner Welcome to Country	
Margaret Freeman and Lillian Freeman Representatives of Jirrbal Traditional Owners welcomed the Board to Jirrbal Country	
CLOSED SESSION	
2 – Adopt Financial Reports – Closed Session	
Motion: 1. That the Board adopt the Financial Reports as presented.	
Moved: Peter Rowles Seconded: Ken Atkinson	
Carried Unanimously	
Carole also presented an overview of the Terrain private vehicle policy and risk implications for this policy. The outcome of this review is that the private vehicle lease arrangement is no longer to be offered to Terrain staff and that ATO rates	Carole to circulate an out of session paper to formalise Board approval of changes to private vehicle lease provisions.

per kilometer will be provided instead.	
13 – SISP Report – Decision Item	Ray Byrnes
<p>Motion:</p> <ol style="list-style-type: none"> 1. That a proposal be prepared for the next AGM to amend the SISP TOR to include - <ul style="list-style-type: none"> • Change membership endorsement to membership “opportunity to comment”. • Membership opportunity to comment is available at AGM, SGM or by mail • Establishment of a dispute resolution and complaints process including processing of formal appeals • Streamlining the process 2. That the Board advise the SISP of the names of the Directors who will be retiring at this year’s AGM – <p>Directors due to retire – Bill Shannon, and two of the four Directors with the same anniversary date (John Pollock, Troy Wyles Whelan, Peter Rowles and Paul Gregory).</p> <p>Of these four, John Pollock volunteered to retire and a ballot was held to decide the third director – Troy Wyles Whelan was nominated.</p> <p>Bill advised he would not be seeking re-election. John advised he is considering his options.</p> <p>Moved: John Pollock Seconded: Peter Valentine</p> <p>Carried Unanimously</p>	<p>Ray Byrnes to arrange meeting of SISP in Innisfail next week to:</p> <ul style="list-style-type: none"> • review the SISP TOR and gain Board approval and then AGM approval • to discuss process for next round of Director Appointments: and • to develop guidelines for applicants
13a – Response to SISP Report	Carole Sweatman
Carole gave response to Ray’s report with additional background information to consider during discussion of the SISP process and information on possible 2009 Board Vacancies.	
12 – Reef Rescue Update	John Reghenzain/ Fiona George
John and Fiona presented an update to the Board. A powerpoint presentation was made to the Board by Fiona.	
BUSINESS ITEMS	ACTIONS
4 – Declaration of Conflicts of Interest	
Dave Hudson declared conflict with any discussion on Green Army	
5 – Confirmation of Directors’ Meeting Minutes, 29th & 30th May 2009	
<p>Motion: That the minutes of the Directors’ meeting held 29th & 30th May 2009 be confirmed as a true and correct record subject to any changes as recommended by the Directors.</p> <p>Page 3 Correct spelling - Warrgamaygan in TO Welcome</p> <p>Moved: John Pollock Seconded: Ken Atkinson</p>	Colleen to amend Minutes

Carried Unanimously	
6 – Business Arising from Item 5	
Nil	
7 – Board Meeting Actions List	
<p>Add</p> <ul style="list-style-type: none"> • appointing Audit committee • Review Special Assignment Fees policy • Business Plan Implementation be a regular item on Agenda • TOAC review implementation 	Colleen to add 4 items to Action List.
8 – Correspondence	
<p>Motion: That the Board note incoming and outgoing correspondence as presented</p>	<p>Troy to view letter from Peter Garrett</p> <p>Colleen to amend minor errors in spelling</p>
9 – Out of Session papers	
<p>Motion: That Out of Session paper No 41 be noted</p>	
<p>11(a) CEO’s Report</p> <p>Allan gave update including –</p> <p>Policy and Funding Features:</p> <ul style="list-style-type: none"> • Degree Celsius Audit and policy development update. • Caring for Our Country Outcomes. • RIS and RR contracts all in order. • Ongoing response to Vegetation Moratorium. • Jenny Quealy proposal for initial discussion. • State shift in attitude to NRM Plan. • Knowledge Management Steering Committee. • Update on RRRC Board. <p>Regional Delivery:</p> <ul style="list-style-type: none"> • WTMA and Sustainable Region’s linkages. • Area Teams and employment opportunities. • Reef Rescue Round II in place. • RIS and other delivery contracts generally on track • Way forward on River Trust reform? • Update from Behana Creek. <p>Organisation Governance:</p> <ul style="list-style-type: none"> • Update on 360 Degree Review. • Update on corporate and business planning cycle. • Stage 2 budget reforms in place. 	Colleen to distribute Vegetation Moratorium papers to the board. To be discussed at next Board Meeting

<ul style="list-style-type: none"> • New communications and web arrangements. <p>General Budget Decisions:</p> <ul style="list-style-type: none"> • Overall budget on track for break even with \$300K reserves. • Awareness of Degree Celsius funding approach. • Decision to progress SQW for work proposal. 							
11(b) – CfoC Bids & Funding - Covered in Allan’s presentation	Carole Sweatman						
CLOSED SESSION							
<p>3 - 360 DEGREE REVIEW</p> <p>Diane Price gave an overview and led discussion on the results of the Board’s 360 degree review process. She also provided a summary of review of Mike Berwick and Allan Dale. An overview of the management team was also provided, giving insight into the behavioural preferences for all members and the complementary skill mix in the team. The Board discussed the results and commenced discussion on the next steps, although an action plan was not resolved.</p>	<p>Diane Price/ Carole Sweatman</p>						
<p>15 – Presentations by BRICMA, JRCMA, Landcare Groups & TREAT</p> <p>Joe Miller on behalf of BRICMA Frans Arentz on behalf of TREAT Sam Pagano on behalf of JRCMA Russell Fry on behalf of Eacham and North Johnstone Landcare Geoff Stocker on behalf of Malanda Landcare</p>	<p>Facilitated by John Pollock</p>						
<p>The meeting on Friday 28 August concluded at 5.30 pm after which time the Meet and Greet was held at the Grand Hotel until 7pm.</p>							
<p>Saturday 29th August 2009</p>							
<p>The Chair opened the Meeting at 8am</p> <p>The Chair asked the New Directors David Hudson – Catchment & Community and Joann Schmider – Indigenous Women’s Business to give a short presentation on their background.</p> <p>John Reghenzani played a Win television story for the Board which showcased a Reef Rescue grazing project.</p>							
<p>14 – AGM/Annual Report Membership Policy & Procedure</p> <p>Carole gave a report to the Board as follows –</p> <p><u>ANNUAL REPORT TIMELINES</u></p> <table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="background-color: #cccccc;">Bios for Directors updated</td> <td style="background-color: #cccccc;">Friday 28 August</td> </tr> <tr> <td style="background-color: #cccccc;">Structure of Annual Report approved</td> <td style="background-color: #cccccc;">Monday 31 August</td> </tr> <tr> <td style="background-color: #cccccc;">Draft report for management review</td> <td style="background-color: #cccccc;">Monday 21 September</td> </tr> </table>	Bios for Directors updated	Friday 28 August	Structure of Annual Report approved	Monday 31 August	Draft report for management review	Monday 21 September	<p>Carole Sweatman</p>
Bios for Directors updated	Friday 28 August						
Structure of Annual Report approved	Monday 31 August						
Draft report for management review	Monday 21 September						

Early notification of AGM to members, calling for agenda items	Monday 21 September
Financial Audit for Audit Committee review	Monday 5 October
Draft Annual Report for Board comment and approval	Monday 5 October
Annual Report to printers	Monday 26 October
Annual Report and formal notification of AGM to members	Monday 9 November
AGM	Friday 27 November

STRUCTURE OF ANNUAL REPORT

- Report from the Chair
- Report from the CEO
- Terrain Highlights 2008/09 by Asset
- Terrain's Board of Directors – photos and bios (double page)
- Reef Rescue (double page)
- Ferals, Weeds and Rehab including a feature on Council and Community partnerships (double page)
- People and Country
- Future Directions (climate change/carbon, water, others?)
- Community Financial Report (full Audited Report as b/w insert)
- Map

Suggested changes to the structure were noted as follows:

- Mention of two new directors in Chair report
- Chair report to include discussion of constraints on funding (not always Terrain that determines the priorities)
- Maybe only one page on the Board to allow more information on projects to be included.
- Board members for 2008/09 need to include Caroline Coppo.
- Reef Rescue page should acknowledge that there were lots of good projects that couldn't be funded
- Include breakup of funds of catchment rehab – not just industry partnerships and incentives
- In People and Country section – include new Indig position.

Presentation on Membership Policy & Procedure was not made due to time constraints	Carole to send paper on Membership Policy & Procedure to the Board as Out of Session Paper
11 –Budgets 2009/2010	Carole Sweatman
<p>Carole gave presentation to the Board on the 2009/10 Budget including details of the Board Operating budget. A copy of the 2009/10 budget is attached as presented.</p> <p>The Board discussed possible shortfalls in central administration funding and also asked that the Business Manager report back to the Board on this issue. Additionally the Board asked for ongoing information on expenditure reviews such as vehicle costs. The Board also commented that the estimated costs equated to less than 10% of last year's income which was low.</p> <p>It was also noted that the Board budget is quite limited and that overnight stays, where possible could be limited to one per Director per meeting if Board meeting could start at 9 or 9.30 am on the Friday and include a session on Saturday</p>	<p>Allan Dale, Troy Wyles Whelan, Joann Schmider and Lyle Johnson to discuss Elsie's position.</p> <p>Board meetings to start at 9 or 9.30 am on Friday to allow Directors more time to travel on Friday morning, which will minimise the need for two</p>

<p>morning prior to field trips.</p> <p>Peter Valentine and John Pollock proposed that an extra \$2000 assignment fees be included in the budget to bring the budget total for the Board to \$100,000.</p>	<p>nights' accommodation for each meeting.</p> <p>Business Manager to continue to provide Board updates on Central admin budget position and also review of administration costs.</p>
<p>16- Next Meeting Date/ Other Business</p>	
<p>That the next meeting be held on Friday 27th November in conjunction with AGM in Cairns</p>	
<p>The Chair declared the Meeting closed at 9.30 am after which the field trip was conducted, returning to Herberton at 4pm.</p>	
<p>Written Update by John Reghenzani – Sustainable Industries Unit and Hinchinbrook Area was included in the Board papers.</p>	

These Minutes confirmed as a true and correct record at the Directors' Meeting held 28th & 29th August 2009

Signed _____
Mr Mike Berwick, Chair Terrain NRM