

ATTENDANCE

Directors:

Mike Berwick
Peter Rowles
Ken Atkinson
Keith Noble
Russell Watkinson
Joann Schmider

Apologies:

Julia Leu
Ryan Donnelly
Troy Wyles Whelan

Staff:

Carole Sweatman, CEO
Michelle Nusse – Corporate Services Manager
Penny Scott
David Hinchley
Colleen McIntosh – Board Support Officer

Other Attendees –

Friday 30 August 2013

OPEN SESSION	ACTIONS
The Chair declared the meeting open at 8.35am.	
For this Board Meeting Keith Noble was nominated as Director Other and Joann Schmider as observer.	
1 – Traditional Owner Welcome to Country	
Ken Reys gave the Traditional Owner welcome and wished Terrain a good meeting.	
2 – Declaration of Conflict of Interest	
Nil	
3 – Strategic Items – Closed Session	
3a – Funding and Structure Update	
<p>The Board paper provides the status of funding and organisation structure. Carole gave the Board a Funding and Structure update. Carole advised that she was happy that staffing arrangements are secure for 3 years and that funding was aligned with priorities from Terrain’s Strategic Plan.</p> <p>Russell noted that the updated income statement against HR costs now includes income from interest, which has enabled the organisation to achieve a balanced budget.</p> <p>Carole was disappointed in missing out on project funding applications and had met with Government representatives in Cairns during the week to get some feedback face to face.</p> <p>Keith acknowledged the good work Carole and the team had done on the applications. Keith also noted that a lot of effort Australia wide came to nothing.</p> <p>Mike said he was disappointed in the way the funding had been handed out and that transparency and processes of government grant programs is a major challenge for NRM. Ultimately, we also needed to have confidence that the best value NRM was</p>	<p><i>Carole to prepare a paper to be presented to the National Working Group on preparing funding applications.</i></p>

<p>being delivered.</p> <p>Mike suggested a discussion paper for the National Working Group would be good.</p> <p>Carole advised the time frame on State Government funding was likely to be around 2 weeks – the Minister is looking now and if we have not heard anything by our meeting with Minister Cripps on 13/9 we could mention it to him then.</p> <p>Recommendations:</p> <p>That the Board notes the report and the stable financial and staff arrangements for the next three years.</p> <p>The Board resolved to approve the recommendations.</p>	
<p>3b – Review of Queensland Regional Arrangements</p>	
<p>Carole gave a presentation on Review of Queensland Regional Arrangements Report to support the Board paper.</p> <p>Mike said the key is that we all act as a sector not 14 individual bodies.</p> <p>The Board then discussed the following –</p> <ul style="list-style-type: none"> • The possibility of amalgamations – conclusion amalgamations is an easy fix and rarely works. We need to plan and work together and look for opportunities to share resources and ideas. • Andrew and Mike spent a lot of time with RGC Boards explaining why the RGC exists • The need for State and Federal recognition of regional plans • People need to know the value of being in the RGC • Mike advised that RGC hold QLD roundtable meetings which includes speaking to QFF, Tourism bodies and conservation sectors • Carole said she was conscious of time possibly required on cross regional priorities and Russell said we need to ensure that workload was shared. Mike said it will mainly be Andrew Drysdale but he will need the help of the CEO's. Carole advised that the CEOs were meeting in October to work out how to deliver on the report's recommendations. • Joann said it needed to add to recommendations for RGC that there is still Traditional Owner engagement to do – needs to be known across the RGC networks. <p>Recommendations:</p> <p>3.b.1 That the Board endorse the recommendations from the “Review of Regional NRM Arrangements Queensland” and that this endorsement be communicated to the RGC drawing attention to recommendation 2 to ensure a focus on good practice and capturing opportunities for Traditional Owner engagement.</p> <p>3.b.2 That the Board commits resources to the implementation of the recommendations. The tasks and role for Terrain CEO and staff will be negotiated as part of annual work planning to manage work load.</p> <p>The Board resolved to approve the recommendations.</p>	<p>Mike to send copy of RGC Strategic Plan to the Terrain Board members.</p>

<p>3c – Updated Strategic Plan and key deliverables for 2013/2014</p> <p>Update on NRM Plan</p> <p>David Hinchley gave the Board an update on the NRM Plan. He gave a quick summary of the process and timing (attached to minutes) and advised that the funding is to June 2016. An Internal planning team is in place and Terrain also held an all staff workshop on community engagement. David spoke about the need to establish an advisory group. The Board had a discussion on the process and noted the following –</p> <ul style="list-style-type: none"> • Agreed with the need to establish an advisory group • Need community and stakeholder engagement – regional vision, objectives, initial input • Need to develop a better tracking process – there has to be a review • Need to bring government to recognise the significance of community NRM plans and role in influencing other strategic land use planning. • Need to acknowledge the initial NRM plan and should review the old plan and show where we succeeded or failed. Would like to think there are targets which can be measured that we can document and that it went some way to achieving aspirational targets • Need a bridge between the 2 plans • If some things have gone backwards beyond our control it should be noted • Make sure we capture data – we have no data without doing detailed mapping • Good starting point – get people’s perspective if progress has been made <p>David said they were working on getting the questions right.</p> <p>David then spoke on the process for establishing the Advisory Group. The Board noted that important to get the level of people right on steering committee and working groups. We need an information channel between and within organisations.</p> <p>The board agreed on possible group members to approach –</p> <ul style="list-style-type: none"> • LGAQ (state) • FNQROC (local) • WTMA Chair or CEO • A Government Planner • GBRMPA • A Representative from Department of Natural Resources and Mines • Industry Representative – possibly from DAFF or QFF • Someone in field of social science • Possibly Government Representative – State and Federal 	<p>David H to finalise the TOR for NRM Planning Steering Committee by end September 2013 and notify Board of likely reps on committee based on the discussions at the Board meeting.</p> <p>Mike to speak to Dorian at LGAQ about linkages between local government planning and Regional NRM Planning.</p>
<p>Updated strategic plan and key deliverables for 2013/2014</p> <p>Carole updated the Board on the steps to implement the strategic plan – presentation</p>	<p>Carole to send presentation to the Board so they can use</p>

<p>attached to the Minutes and copies of the program logic for implementing the strategic plan were handed out at the meeting.</p> <p>Key Performance Indicators have now been developed. The program logic has been developed to ensure all activities lead to delivery against the Terrain Strategic Plan and investment contracts.</p> <p>A series of staff seminars have been run to ensure all staff involvement in developing direction and details of how to deliver against the strategic plan and investor contracts. Feedback on these sessions has been excellent. This process has delayed the development of the Operational Plan and work plans, but has been critical in achieving 'buy in' from staff</p> <p>Terrain has also determined that Enquire will be the on-line tool for tracking Terrain's performance against the Strategic Plan and all investments. It will take some time to set the system up for Terrain's needs, but this system is supported by the State govt and most NRM bodies. This will delay some reporting, but do not want to waste time or resources on developing interim systems, now putting all effort into Enquire.</p> <p>Russell commented that he was impressed with the work completed to clearly document and link all actions and deliverables against the strategic plan. He also noted that we should be documenting the processes for the future, as the process has been well done.</p> <p>Peter asked if this was available to the community and advised, that once completed with staff it can be made available. The layers below the strategic plan would be available on the new website.</p> <p>Mike B noted for the minutes that the Board was impressed by the process and noted the professional quality of the work completed.</p>	<p>the documents for communication.</p> <p>All layers of the Program logic be made available on new web site.</p>						
<p>3d – AGM/Board Restructure</p>							
<p>Carole spoke to the Board about the proposed Board restructure and recommended to postpone the restructure to 2014.</p> <p>She noted -</p> <ul style="list-style-type: none"> • Need considerable time to work with members on new format of Board and connections with advisory committees • Need to better examine advisory committee structure that has meaningful rule, this may be better informed by the NRM Plan/WQIP and community engagement strategy and influence strategy • Decision of the Board on proposed structure remains in place • Go ahead with Board recruitment process for Nov 2013 – meeting with SISF next week • Happy to say to members want more time to talk more to them • SISF can test the Matrix in the process. 	<p>Carole to follow up process for endorsement of TO applicants by RAPA and include in the recruitment process</p> <p>Carole to develop and implement clear process for engagement with Members on Board structure over the period to June 2014.</p>						
<table border="1"> <tr> <td>Position</td> </tr> </table>	Position	<table border="1"> <tr> <td>Incumbent</td> </tr> </table>	Incumbent	<table border="1"> <tr> <td>Appointment Ends</td> </tr> </table>	Appointment Ends	<table border="1"> <tr> <td>Recruitment 2013</td> </tr> </table>	Recruitment 2013
Position							
Incumbent							
Appointment Ends							
Recruitment 2013							

1. Director Catchment and Community	Vacant	Nov 2012	✓
2. Director Industry	Keith Noble	Nov 2012	✓
3. Director Coastal	Ryan Donnelly	Nov 2012	✓
4. Director Indigenous	Troy Wyles Whelan	Nov 2012	✓
5. Director Local Government	Cr Julia Leu	Nov 2013	✓
6. Director Conservation	Peter Rowles	Nov 2013	✓
7. Director – Other (Indigenous – Women Business)	Joann Schmider	Nov 2012	✓
8. Chairperson	Mike Berwick	Nov 2014	
9. Director World Heritage	Russell Watkinson	Nov 2014	
10. Director – Other (Rangelands)	Ken Atkinson	Nov 2014	
<p>Draft Timeline for Recruitment</p> <ul style="list-style-type: none"> • September 4 – Meeting with SISP • Sept 9 – 21 – Advertising (two weeks), complete skill audit of remaining Board members • October 4 – Closing Date (two weeks) • October 8 – 22 – shortlisting and interviews (two weeks), SISP use matrix to assist recruitment and evaluate as tool. • Oct 22 – 28 – Notification to Board and candidates • 28 October – mail out to members – AGM paperwork <p>Recommendation:</p> <p>That the proposed Constitutional change to amend the size and skill base of the Board be postponed to November 2014. This acknowledges that constitutional changes are not to be taken lightly and that more thorough consultation with members will take place over the coming 10 months. This time will allow more consideration of the advisory structures being proposed and ensure better integration with NRM Planning outcomes.</p> <p>The Board resolves to approve the recommendations.</p> <p>Indigenous Directors – need discussion especially RAPA and with Alf Joyce on SISP with reference to the suggestion that RAPA could endorse indigenous applicants.</p>			
4 – Corporate Services Report – Closed Session			

<p>Carole gave an update to the Board in Michelle’s absence –</p> <ul style="list-style-type: none"> • Pointed out some issues on contracts report – those contracts with 30 June expiry date are completed (currently shown in report as ongoing) • Contracts report from now on – one important change will be to show the outgoing contracts linked to the incoming contracts – clearer line of sight between investment and outgoing works. • Recommendation about membership application - not sure if eligible to be Ordinary Members. The Board agreed and thought should be Supporting Members. Recommended we write to the applicants and advise them of the Board’s decision and invite them to become supporting members. • Note that the Reserves summary was not included in the Board papers and was handed out at the meeting for approval. <p>Russell noted the difference in the solvency table from the dates of the financial reports which made it difficult to reconcile. Carole explained this difference in date is a “once off” due to ongoing reporting against funding applications.</p> <p>Russell also noted that in the HRRC minutes a missing action for the CEO to complete a program of organisational change by September 2013 for consideration by the HRRC prior to implementation.</p> <p>Recommendations:</p> <p>Audit/Finance risk Subcommittee recommendations:</p> <p>4.1 That the Board approve the financial statements for the period ending 30 June 2013</p> <p>4.2 That the Board approve the reserves for 2013/14</p> <p>4.3 That the Board approves the changes to the Terms of Reference for the Audit, Finance and Risk Subcommittee. Alterations required –</p> <ul style="list-style-type: none"> • Follow up on Company Secretary being a Director or Staff Member. • Remove the word misconduct from the legal compliance section – that would be responsibility of HRRC. <p>The Board resolved to approve the recommendations noting alterations requested at the Board meeting.</p> <p>Human Resources and Remuneration Subcommittee recommendations: (Note other HRRC recommendations are covered in Agenda Item 11)</p> <p>4.4 That the Board approve the OHS report for the April to June 2013 period</p> <p>4.5 That the Board approve the OH & S budget for 13/14</p> <ul style="list-style-type: none"> • Change wording in HRRC Minutes to read recommend not approve • Change wording to Cultural change in HRRC <p>Other:</p> <p>4.6 That the Board endorses the new membership application.</p> <p>Decision: The Board recommended a letter be sent advising they were not eligible for Ordinary Membership but would welcome them as Supporting Members.</p>	<p>Michelle Nusse to develop new template by Nov 2013 Board meeting for reporting incoming and outgoing contracts to include clearer status and risk profile and linkage between incoming and outgoing contracts.</p> <p>That the CEO write to Kanjini Co-Op Ltd and advise that they are invited to become Supporting Members.</p> <p>Michelle to provide description as to why accrual accounting does not deal with loss in P and L.</p> <p>HRRC Minutes to be amended to include the action to completed a program for cultural change by September 2013.</p> <p>Michelle to make recommended alterations to the Audit Committee TOR and follow up the position of Company Secretary as requested by the Board</p>
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<p>The Board resolved to approve the recommendations with the exception of 4.6 and provided follow up on their decision.</p> <p>The Board noted their appreciation to Michelle Nusse and her team for the quick processing and quality of the Financial Audit 2012/2013.</p>	
<p>5. Confirmation of Minutes Meeting of Directors 14 & 15 June 2013 – Open Session</p>	
<p>Recommendation:</p> <p>5.1 - That the minutes of the Directors meeting held on Friday 14 & Saturday 14 June 2013 be confirmed as a true and correct record subject to any changes recommended by the Directors.</p> <p>The Directors requested that the Minutes be sent out as an Out of Session paper within weeks of the Board meeting for approval instead of waiting until the next Board Meeting. Mike suggested Colleen speak to Lane at RGC regarding their process</p> <p>The Directors also noted a change necessary in the corporate services update – date on dashboard to be changed to current date.</p> <p>The Board resolved to note and approves the Minutes with recommended change.</p>	<p><i>Colleen to contact Lane at RGC for their out of session Minutes approval system</i></p> <p><i>Colleen to send out Draft Minutes for approval as an Out of Session Paper</i></p> <p><i>Colleen to change date on dashboard in the minutes</i></p>
<p>6. & 7 Board Action List and Business Arising from 14 & 15 June Minutes – Open Session</p>	
<p>Recommendation:</p> <p>6.1 That the Board Action list be noted subject to any changes recommended by the Directors</p> <p>Query on No 36 – Capability statement – asked for document to be finalised and sent to the board.</p> <p>The board noted the action list.</p>	<p><i>Carole to follow up and send finalised Capability statement document to the Board</i></p>
<p>8. Correspondence – Open Session</p>	
<p>Recommendations:</p> <p>That the correspondence be noted as presented</p>	
<p>9. Out of Session Papers – Open Session</p>	
<p>There were no out of session papers in the previous period.</p>	
<p>10. Chair’s Report – Open Session</p>	
<p>Paper 1;Wants feedback on paper for Greg Hunt –</p> <p>Russell - skills – might need financial/fundraising background depending on makeup of funding. Another useful function – reporting. Clarify funding on page 79 (should be rolling funds).</p> <p>Directors to send back any other feedback to Mike</p> <p>Paper Part 2: feedback from the Board.</p> <p>Joann - need to engage indigenous networks – good way through IAC – Indigenous Advisory Committee. Good to bring to NRM table</p>	

<p>11. CEO Report – Open Session</p>	
<p>11a – CEO Performance Review</p> <p>The Board held a closed session to discuss the CEO Performance Review and priorities for the next CEO performance plan and noted the following :</p> <ol style="list-style-type: none"> 1. The Board asked if we could find extra resources to ensure appropriate back filling of CEO or Manager roles to enable Carole to take reasonable annual leave. 2. Follow up on Professional development for Carole 3. Focus in new work plan and professional development on working with and building Traditional Owner networks and working relationships. 4. That a clear priority for the next work plan is communications. <p>Recommendations:</p> <ol style="list-style-type: none"> 1. That the Board endorse the HRRC recommendations for the CEO Performance Review 2. That the Board discuss the priorities for the next CEO Performance Plan <p>The Board resolved to approve the recommendations.</p> <p>11b – CEO Employment Agreement.</p> <p>The Board held a closed session to discuss the CEO contract for the next three years.</p> <p>Recommendations:</p> <ol style="list-style-type: none"> 1. That the Board endorse the HRRC recommendation to approve the new CEO Employment Agreement 2013 – 2016 2. That the Board endorse the HRRC recommendations that the contract should be signed and supersede the existing contract and that the new arrangements for vehicle come into place according to operational and leasing arrangements. <p>The Board resolved to approve the CEO contract as per the confidential Board paper.</p>	<p><i>Carole to give the board suggestions for some assistance for her position.</i></p> <p><i>Carole to produce a small fact sheet on Terrain and bring back to Directors</i></p> <p><i>Colleen to order new business cards for Mike</i></p>
<p>12. IAG Report</p>	
<p>Keith – IAG meeting held last Friday. They had a good attendance and a good level of participation. Presentations were given by Allan Dale from RDA and Jim Turnour at the Cairns Institute. This meeting was somewhat of a turning point for IAG to become more involved in strategic issues and setting direction.</p>	
<p>13. People and Country Report</p>	
<p>Joann gave an update to the Board on the progress of RAPA. She advised the following –</p> <ul style="list-style-type: none"> • In May a delegation from RAPA attended the World Indigenous Network Conference 2013 in Darwin. • RAPA has cemented a visual communication suite including– t-shirts worn to the conference 	<p><i>Colleen to send out papers for Joann electronically.</i></p>

<ul style="list-style-type: none"> • In National NAIDOC week in 2nd week of July RAPA's launched an alliance between RAPA and the Cairns Institute, including a RAPA office at the new building at JCU> • RAPA published stickers and a booklet. • Joann explained the meaning of the Logo for RAPA – it shows a shield/the shape of the wet tropics/ GBR and catchments. It shows Traditional owner areas and the blending of the red shows blending with Savannah country. It also shows the Cassowary. • RAPA has a 5+3 Agenda – five main areas of business and 3 enablers • RAPA is working on an Indigenous Heritage Project – around 4 sets of cultural values and will do in partnership with Terrain, WTMA and Cairns Institute • RAPA is working on delivering a flagship project – the RAPA Cultural Centre • Project 2020 – 20 TO groups, 20,000 people, 20 actions <p>Joann said that RAPA really appreciates Terrain's partnership and that Terrain has provided most significant funding for RAPA.</p>	
<p>14. Other Director Reports</p>	
<p>Peter gave the Board an update on the RGC Board meeting. The principal thing was the RGC Review which has already been discussed. He also spoke about the possibility of QDAFF making a presentation to Staff/Board and possibly community members and its Agricultural Land Audit. It was suggested to hold a forum or debate at the AGM. These have been successful at previous AGMs. He also spoke about community engagement – the RGC were seeking information about community engagement, how effective it is and how it is done well. Mike thought it might be an opportunity for Terrain to show how we do it. We need to demonstrate to Government Investors that Regional Bodies are engaging with the community. We also need to know how to measure as well.</p>	
<p>16. Board Reflection time – Closed Session – Directors only.</p>	
<p>Directors only. The Board held a closed session to discuss their views on the board meeting and their own performances.</p>	
<p>15. Other Business</p>	
<p>Carole gave the Board a look at the new web site. It is much simpler, more user friendly and with not as much information on the front page. It will include links to information and links in the community. The NRM plan will be on a separate site.</p> <p>Russell suggested including a list of keys things we have achieved somewhere near the front page.</p> <p>The Board was happy with the quick update and contents of the new web site.</p>	
<p>Next Meeting:</p> <p>Board Field trip – 11 October 2013</p> <p>Board Meeting – Friday 29 November 2013 - Cairns</p> <p>AGM – Friday 29 November 2013 - Cairns</p>	

The meeting was declared closed at.4.30pm.	

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

Signed.....
Mike Berwick, Chair Terrain NRM