

Minutes

1. Introduction to the Annual General Meeting

Mike Berwick welcomed delegates to the Annual General Meeting.

2. Traditional Owner Welcome to Country

Ken Reys, representative from the Gimuy Uidindji people and member of the Terrain Traditional Owner Advisory Committee (TOAC) welcomed everyone together to undertake the business of Terrain

3. Quorum Noted

Mike Berwick advised that a quorum was present. Proxies were noted and apologies recorded. Mike declared meeting officially open.

4. Notice of Meeting

Bill Shannon read the notice of meeting.

Motion: That the minutes of the previous AGM (28th November 2008) were approved and ratified by Directors as a true and correct record.

Moved: Ray Byrnes **Seconded:** Keith Noble

Carried Unanimously

5a Receive, consider and adopt the Directors' Report and Financial Report

Motion: That the Director's Report and Financial Report be adopted.

Moved: Bill Shannon **Seconded:** Errol Wiles

Carried unanimously.

6. Chair's Address

Mike gave Chairs Address on Terrain's achievements for the year.

7. CEO's Address

Allan Dale presented an overview of the organisations achievements.

8a. Special Resolution One : Change of Auditor

Motion – Subject to ASIC's approval of the resignation of John Zabala of Pickard Associates as auditor of FNQ NRM Ltd, that John Zabala of Moore Stephens (Queensland) Audit Pty Ltd be appointed as Auditor. It is understood that the resignation of the previous auditor was due to the merger between Pickards BDS and Moore Stephens Brisbane and as such there is no objection to the appointment of Moore Stephens (Queensland) Audit Pty Ltd

Moved: Bob Rossi **Seconded:** Keith Noble

Carried Unanimously

Special Resolution Two :

Amendments to the Standing Independent Selection Panel's Terms of Reference.

Motion – That the following amendments to the Standing Independent Selection Panel's Terms of Reference are approved.

Inclusion of new clauses:

Short-listing, interviews and selection

1. If a SISP member intends to apply for a Directorship, then that member should resign from the SISP at the time of application.

Conflict Resolution:

2. The CEO and/or the Chairperson of the SISP may initiate a process to address any potential or perceived conflicts relating to the SISP.
3. In the first instance the CEO and the Chairperson of SISP will discuss and seek to resolve the issue. Where the issue cannot be resolved the Chairperson of the Board and the Chairperson of the SISP will discuss and seek to resolve the issue. If the issue still cannot be resolved the Board and the SISP will meet to discuss and seek to resolve the issue.
4. Where an issue of conflict remains unresolved following discussion, as outlined above, the Board or the SISP may engage a mediator to assist in resolving the conflict.

Finally, failing mediation, the issue of conflict will be addressed by a resolution at an Annual General Meeting or Special Meeting of the Membership.

Replacement of the following clauses in the endorsement process:

Selection and Appointment of the Board Endorsement and Confirmation

Existing Clauses	Proposed replacement clauses
<ul style="list-style-type: none"> • The SISP will discuss the selection recommendations with the Board, prior to the formal offer of a Directorship. • The SISP will make a formal offer of directorship to the successful applicants. 	<ol style="list-style-type: none"> 6. The SISP will advise the Board of its selection recommendations, seeking final comment on the selection. 7. The SISP will make a formal offer of directorship to the successful applicants and seek confirmation of the applicant's intention to accept a

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<ul style="list-style-type: none"> • Successful applicants are required to confirm their intention to accept a Chairperson and/or Director Position. • The SISP will then notify the Board in writing, of Directorship acceptance. The notification will provide the name and a brief biography of the successful applicant(s). • The SISP will make a formal offer of directorship to the successful applicants and seek confirmation from of the applicant's intention to accept a Chairperson and/or Director position. • The Directors will write a letter of welcome to the successful applicants and invite them to the next AGM or Special General Meeting of the membership. • At this meeting the Chairperson will call for a motion from the floor to endorse the SISP selection recommendations. This endorsement, and the signing of consent to accept the position, will formalise the appointment of a Chairperson and/or Director. 	<p>Chairperson and/or Director position.</p> <ol style="list-style-type: none"> 8. Members will then be provided with a six week opportunity to comment on the SISP recommendations prior to the AGM, a General Meeting or by mail. 9. Any comments received from members regarding the recommendations will be considered by the SISP, prior to final appointment. The SISP will respond to each comment received. 10. Once all comments have been considered, the SISP will make a final decision and notify applicants directly.
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Moved: Ray Byrnes **Seconded:** Dave Hudson

Carried Unanimously

8b. Director Recruitment Process: The Chair of the Standing Independent Selection Panel, Ray Byrnes, recommended that the members endorse the following appointments to the Board:

- Director Industry – Keith Noble
- Director Coastal & Marine – Ryan Donnelly
- Director Indigenous – Troy Wyles Whelan

No objections raised by the Members. Recommendation endorsed.

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9. Other Business & Questions

Allison Halliday asked Allan Dale what Terrain could do to help their organisation.

Bob Rossi from Mulgrave Canegrowers asked if we could expand the details of the financial report and show more details in the section marked "other expenses"

Cr Pat Lynch from Hinchinbrook Shire Council asked if we would consider changing the day and time of the meeting to suit out of town travellers.

10. Meeting closed at 4.30pm.

Mike Berwick officially closed the AGM and thanked all delegates for attending.

Barbara Lansky from TREAT (Trees for the Evelyn and Atherton Tablelands Inc.) gave a members presentation.

A forum was then held on Carbon Pollution Reduction Scheme with Panel comprising –

Panel Convenor	Mike Berwick
Overview and Introductions	Allan Dale
What the Scheme means for Agriculture	Keith Noble – Growcom
What the Scheme means for World Heritage Area	Andrew Maclean - WTMA
What the Scheme means for Environment	Sarah Hoyle - CAFNEC
Securing Better Natural Resource Management Via the ETS	Penny Van Oosterzee – Degree Celsius
Open discussion – Panel Members and AGM Delegates	Mike Berwick

The forum was followed by an informal get together to celebrate the year's achievements.