

SYDNEY HARBOUR FEDERATION TRUST


79<sup>th</sup> MEETING

SHFT Boardroom, Georges Heights – Meeting in Private

22 May 2012

MINUTES

True & Correct Record of the 79<sup>th</sup> Meeting of the  
Sydney Harbour Federation Trust

  
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Chair  
3.7.12.

Minutes of the 79<sup>th</sup> meeting of the Sydney Harbour Federation Trust held in the Boardroom, Georges Heights at 10.00 am on 22 May 2012.

Present

Ms Anthea Tinney	Chair
Mr Rohan Jeffs	Member
The Hon Leo McLeay	Member
Dr Elsie Heiss	Member
Mr Peter Lowry	Member
Ms Sandra Hook	Member (via Skype from Dublin) (left the meeting at 12.40pm)

In attendance

Mr Geoff Bailey	Executive Director
Mr Nick Hollo	Deputy Executive Director
Ms Catherine Sullivan	Deputy Executive Director and Chief Financial Officer
Ms Rubinee Hoyne	Director, Marketing and Business Development (partial attendance)
Mr David Llewelyn	Finance Manager (partial attendance)
Mr Ross Gliddon	Corporate Services Manager (partial attendance)
Mrs Jane Page	Secretariat

Apologies

Genia McCaffery	Member
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The meeting commenced at 10.00 am.

1) **Introduction** - Agenda Item 1

a) Welcome

The Trust RESOLVED to meet in private because of confidential budget matters on the agenda.

Moved: R Jeffs                      Seconded: A Tinney

b) Apologies

Noted.

c) Declarations of Interest

The declarations of interest were noted.

2) **Confirmation of the Minutes from 28 February 2012** (Agenda Item 2)

The minutes were considered and subject to amendment, were confirmed.

The Trust RESOLVED to accept the minutes from 78<sup>th</sup> meeting of the Trust held on 28 February 2012, as amended.

Moved: R Jeffs                      Seconded: L McLeay

**Matters Arising/Action Items**

*Conservancy*

The meeting with the Chair of the Conservancy has not occurred due to his ongoing ill health. A meeting will be arranged between Mr Bailey and the Chair of the Conservancy.

Action items were noted with the addition of:

“A report including legal advice on Members' obligations under WHS legislation and how these can be fulfilled to be prepared for the next Board meeting.”

Health and Safety reporting will be a standard agenda item with advice from the internal auditors to establish an appropriate level of reporting.

**3) Audit Charter Amendments** (Agenda Item 7)

The Trust RESOLVED to approve the revised Audit Charter as recommended by the Audit and Risk Management Committee. These amendments included a change to the name of the Committee to Audit, Risk and Compliance Committee.

Moved: A Tinney                      Seconded: P Lowry

**4) Draft Budget Report** (Agenda Item 8)

Ms Sullivan spoke to the budget paper. The 2012-13 draft budget was tabled. The assumptions on which the draft budget is based were outlined. There was discussion regarding parking revenue and the background on decisions made historically. A paper on paid parking explaining the background, process, application and variations was requested for presentation at the next private Board meeting.

A report on how the actual v budget is tracking will be presented at each Board meeting.

The Trust RESOLVED to approve the budget for 2012-13 contained in Attachment A of the paper. The Trust agreed to review, at the next Board meeting and on a quarterly basis, the proposed spending and expected return on marketing and the forecast in the out years.

Moved: A Tinney                      Seconded: R Jeffs

*Mr Llewelyn left the meeting at 11.50am and Ms Hoyne joined the meeting.*

**5) Outpost Draft Budget** (Agenda Item 9)

Ms Hoyne spoke to the paper and gave a presentation on what the Trust would like to achieve in 2013 with another Outpost festival.

It was agreed that the change in timing to April was a good move and that, where possible, the event should be held on a regular basis.

The draft Outpost budget is not reflected in the draft SHFT budget but is in addition to the budget already approved.

The Trust RESOLVED to approve the budget for the next Outpost festival in 2013 contained in Attachment A of the paper.

Moved: A Tinney                      Seconded: S Hook

*Ms Hook left the meeting at 12.40pm*

**6) Executive Directors Report** (Agenda Item 10)

The report was noted.

*Mr Gliddon joined the meeting at 1.00 pm.*

**7) Executive Director's Contract** (Agenda Item "Other Business")

The Chair circulated a paper regarding the reappointment of the Executive Director.

The Trust RESOLVED that in the event that the reappointment process of the Executive Director is not completed by the 29 June 2012 and pursuant to Section 42 (1a) of the Sydney Harbour Federation Trust Act, to appoint Mr Roland Geoffrey Russell Bailey as Acting Executive Director for a period not exceeding 3 months from 29 June 2012.

Moved: E Heiss                      Seconded: L McLeay

**8) Work Health and Safety Act 2011 Report (Agenda Item 3)**

The report was noted. Members are considered "officers" for the purpose of this legislation. Management are to report back to Trustees regarding compliance requirements and their specific obligations under this legislation. The WHS audit by Protiviti that was recommended to and accepted by the Audit, Risk and Compliance Committee (AR & CC) was endorsed. Relevant matters will be also addressed as part of the Risk Workshop being conducted in late July.

The form and content of the Health and Safety Report that is submitted to the Board and the AR & CC will be reviewed.

Information updates from Comcover regarding Work Health and Safety (currently received by Ross Gliddon) will be forwarded to Trustees.

**9) Health and Safety Report (Agenda Item 4)**

The report was noted.

**10) Food and Children's Services Report (Agenda Item 5)**

Mr Bailey spoke to the paper. The Trust has received legal advice from the AGS to the effect the NSW Food Authority has jurisdiction over food operations on Trust sites. That Authority will carry out inspections of Trust tenants. Tenants will pay the NSW Food Authority for inspections. Leases need to be reviewed in light of breaches reported by the Authority.

The Trust's operational procedures mirrors NSW legislation in regard to compliance of child care facilities on its sites. The NSW Dept of Family Services have been approached regarding compliance reporting on behalf of the Trust but are not able to provide this service. The Trust's authorised agent is Community Childcare Cooperative Ltd.

**11) Report by the Chair, Audit, Risk and Compliance Committee (AR & CC) (Verbal) (Agenda Item 6)**

Mr Jeffs reported on the Audit, Risk and Compliance Committee (AR & CC) meeting which was held on 21 May 2012.

The methodology used by Colliers in the valuation of Trust properties was discussed at the AR & CC meeting. A valuation report is due in June 2013, the tender for which should be available in January 2013. The tender will process and recommended valuers will be reviewed by the AR & CC. Colliers reported they were comfortable that no major material changes in the building index or land values had occurred since the last valuation in 2010.

The audit of the Budgeting Review process from Protiviti found that overall the Trust's budgeting process is adequate. However, it revealed a "high risk" component which is that the links between the strategic planning and the budget process down through the individual branches is not complete across the organisation. This was being progressed by Management and the procurement of a new Financial Management Information System (FMIS) should cover other issues raised by Protiviti. The 5 areas to be reviewed under the internal audit program were updated.

The meeting closed at 2.05 pm

**Next Meeting**

The next meeting is on Tuesday 19 June. This meeting will be in public.