



Murray Darling Association Inc.

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Ordinary Meeting of the Board
Friday 5th June 2015, commencing at 10:00 am (AEST)
Location: Echuca, via Skype

MINUTES - MEETING 347

1. ATTENDANCE

1.1 Present

Cr Greg Toll	National President, Chair-R2	Echuca	Present
Ms Emma Bradbury	Chief Executive Officer	Echuca	Present
Mr Stan Gibney**	Finance Manager	Echuca	Present
Ms Sandra Adams	Executive Assistant	Echuca	Present
Mr David Thurley	R1	Via Skype	Present
Cr Judi Harris	R4	Via Skype	Audio/Visual
Cr Frank Tuckwell	R6	Via Skype	Audio/Visual
Cr Peter Jamieson	R7	Via Skype	Audio
Mr Rodney Button	R8	Via Skype	Audio/Visual
Cr Paul Maytom	R9	Via Skype	Audio
Mr Murray Wood	R10	Via Skype	Audio/Visual

**Stan Gibney was only present for item 4.1 Finance Report between 11:07am and 11:25am

1.2 Apologies

Cr Oscar Aertssen	R3
Cr Kevin Myers	R5
Cr Frank Tuckwell	R6

Motion: That the Apologies be accepted
Judi Harris/Rodney Button

Carried

1.3 Declaration of Interests and Conflicts

- 1.3.1 Emma Bradbury CEO declared an interest in item 5.1 (**Confidential Item**)
- 1.3.2 Greg Toll National President, Chair Region 2 declared an interest in item 5.1
- 1.3.3 Board decided that Judi Harris will chair item 5.1

2. PREVIOUS MINUTES

2.1 Meeting held Friday, 1 May 2015

Motion: That the minutes of the previous meeting be accepted as a true and accurate record
Rodney Button/Judi Harris

Carried

3. INTRODUCTION-INTERIM REGION 1 CHAIR

- 3.1 Cr Greg Toll welcomed Cr David Thurley as Interim Chair – Region 1
- 3.2 Cr Thurley greeted the board and provided a brief description of his background. He has been a Councillor since 2012, is a scientist and has been involved with the MDA since 1980.

Motion: That the board

- a. endorse the interim appointment to Albury City Council, represented by Cr David Thurley to the role of chair of Region 1, following the retirement of Darryl Jacobs
- b. Welcomes Cr David Thurley to the MDA Board
- c. write to Albury City Council thanking them for their support
- d. write to Darryl Jacob thanking him for his commitment and service to R1, and the MDA.

Rodney Button/David Thurley

Carried

4. BUSINESS ARISING

4.1 Proposed Governance Structure (Discussion Paper EB008)-Comms. Report Update

Some discussion on the need for continuing consultation, with a few ideas considered on how to progress the matter. Rodney Button suggested the board bring recommendations and ideas to the next board meeting and a committee be selected to assist the CEO with collating recommendations for the proposed governance structure.

Motion: That the board

- i) endorse continued consultation in relation to the revision of the organization's governance structure, in alignment with the continuing development of the draft constitution
- ii) note that the draft constitution may be presented at the 2015 AGM, with consultation to continue in 15/16 in preparation for a final draft to be presented at the 2016 AGM
- iii) that the CEO prepare a consultation strategy for the proposed governance structure

Rodney Button/Murray Wood

Carried

5. URGENT BUSINESS

5.1 **Confidential Item**

6. REPORTS

6.1 **Confidential Item**

6.2 CEO's Report

- a. Update on Adrian Wells. Emma Bradbury read the retirement letter from Adrian Wells to the board. Adrian will not be renewing his contract, and will therefore cease employment with the MDA 30 June 2015.

Motion: That Adrian Wells notification of retirement is accepted and that the Board notes warm regards to Adrian and will write to Adrian to acknowledge his service.

Murray Wood/Paul Maytom

Carried

- b. Alice Russell has been appointed Marketing and Communications officer, and will commence in early July.
- c. Exceptionally busy couple of months
- d. Meetings in Canberra with federal MP's, senators etc.
- e. Meeting in Melbourne, state MPs, ministerial advisors
- f. Regional meetings, presentations, marketing, reform packages
- g. Community consultations, development of advocacy strategy.
- h. Important the workload of the organisation be paced relative to available resourcing, to avoid burnout and exposing the organization to unnecessary risks.

Murray Wood mentioned the need to be careful, putting staff on at the moment. Emma noted the start date for Alice Russell had been pushed forward and the decision was made after consultation with the Stan Gibney-Finance Manager.

Judi Harris suggested the best place to start with sponsorship would be for the conference. Emma Bradbury noted the recent contract signed for funding from Murray Darling Basin Authority in the amount of \$5,000. Greg Toll outlined the work he had been doing with Berrigan Sire in relation to Conference Sponsorship.

Motion: That the Board notes the Chief Executive Officer's report and acknowledges that current expectations as to workload are unsustainable under current resources, and that time must be allowed for consolidation of the reform objectives set in 2014.

Murray Wood/Rodney Button

Carried

7. GENERAL BUSINESS

7.1 Table letter : MDF Committee Resignations (attached)

Motion: That the board accepts the resignation of the committee as tendered and appoint Oscar Aertssen to the position of Interim Chair of the Foundation Committee pending the recruitment and appointment of a new committee.

Rodney Button/Murray Wood

Carried

7.2 Inappropriate Communication – ... Comms. Report

The communication sent by ... [the member] was discussed. Emma Bradbury mentioned that [the member] had requested to report directly to the board on this matter. It was also confirmed that [the member] was not a member of the MDA at the time of the inappropriate communication.

It was agreed that the contents of the email sent by [the member] on Saturday 16th May were inappropriate, and exposed the MDA to both risk and reputational damage. Some discussion seeking to clarify who may be included on an 'undisclosed recipients' list. It was agreed that there was no requirement for [the member] to attend the board in relation to the email sent as the email speaks for itself, and is clearly in breach of the MDA or any Code of Conduct. Peter Jamieson and Paul Maytom both noted that [the member] should be provided the opportunity to address the board in relation to his membership.

It was agreed that if [the member] sought to renew membership, that was a matter that should come before the board, and that [the member] may make representation in support of their application at that time.

Emma Bradbury read out an email from Frank Tuckwell, Chair of R6 in which he expressed strong support for the recommendation that all nominations to take the chair be accompanied by a resolution of council, as demonstrated by Regions 1 and 5, and urged his board colleagues to give this recommendation their full support.

Greg Toll stated that he will talk to [the member] when he visits the Region ... to provide some level of support and conciliation.

Motion: That the board

- a. Endorse action taken by the Chief Executive Officer to date in relation to ... [a member acting outside the code of conduct].
- b. Write to Mr Smith
 - i) Noting their disappointment in the views expressed in the attachment to his email of Saturday 16th May, titled Code of Conduct being a marked up version of the Discussion paper EB008.
 - ii) Distancing themselves from the views expressed in that document.
 - iii) Relieving ... [the member of their position] ... as a direct consequence of that email.
 - iv) advising that the administrative support ... will be provided by the council of the chair consistent with other regions
 - v) Acknowledge that [the member] may choose to apply for membership to the organisation at a later date.
- c. Resolve that all nominations to take the chair be accompanied by a resolution of council, as demonstrated by Regions 1 and 5.

Murray Wood /Rodney Button

Carried

There was some further discussion in relation to item c. of the resolution, particularly noting that separate to this issue, more broadly this requirement will provide the organization with stronger connection with its core membership of local government, and will give greater consistency to the regions in terms of operational and administrative support.

7.3 CEO Twelve Month Review

Greg Toll informed the board of the twelve month performance review of the CEO's position. Greg and Murray Wood will perform the review and bring a recommendation to the next meeting of the board.

Motion: That the board appoints Greg Toll and Murray Wood to handle the 12 month performance review of the CEO position.

Rodney Button/Peter Jamieson

Carried

7.4 Attendance at Forums

Paul Maytom recently attended the Healthy Rivers Forum in Wentworth. Paul suggested there should be a senior member of MDA attending these types of forums as representation and reporting of such events is vital.

8. NEXT MEETING: Friday 24th July 2015 at 12:00noon at the MDA Echuca Office

- Echuca Office Official Opening : 10:30am, Friday 24th July at MDA Echuca Office
 - The Hon Sharman Stone MP will officiate the opening.
- Board Meeting: 12:00noon, Friday 24th July at MDA Echuca Office
- Board Dinner: Time and Location TBA, Friday 24th July at MDA Echuca Office

9. MEETING CLOSED 12:20pm (AEST)