



Murray Darling Association Inc.

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Annual General Meeting of the Board
Wednesday 9th September 2015, commencing at 8:35am (AEST)
Location: Kingswood Motel, Tocumwal

MINUTES – MEETING 350

1. ATTENDANCE

1.1. Present

Cr Greg Toll	MDA National President, Chair Region 2
Mr Rodney Button	MDA Vice President, Chair Region 8
Cr David Thurley	Chair Region 1
Cr Oscar Aertssen	Chair Region 3
Cr Judi Harris (proxy for Cr Glenn Milne)	Chair Region 4
Cr Kevin Myers	Chair Region 5
Cr Barry Featherston	Chair Region 6
Cr Paul Maytom	Chair Region 9
Mr Murray Wood	Chair Region 10
Emma Bradbury	CEO
Stan Gibney	Finance Manager
Sandra Adams	Executive Assistant

***Sandra Adams entered the meeting at 8:55am**

1.2. Apologies

Cr Glenn Milne	Chair Region 4 (Cr Judi Harris proxy)
Cr Peter Jamieson	MDA Treasurer, Chair Region 7

1.3. Declaration of Interests and Conflicts

Nil

2. PREVIOUS MINUTES

Motion: That the minutes of the previous meeting held on the 14th of August 2015 be accepted.

Oscar Aertssen/Rodney Button-Carried

3. GENERAL BUSINESS

3.1. Chief Executive Officer's Performance Review

***Emma Bradbury left the meeting at 8:45am (AEST)**

Cr Greg Toll spoke to the appraisal of Emma Bradbury CEO. Greg and Murray Wood carried this out. He said it went well. Greg mentioned that Emma is currently on a contract until the end of December 2015.

Judi Harris spoke about MDA being a tiny operation staff wise, however it covers a large area with a large breadth of responsibilities and obligations. Judi suggested a formal decision should be made whether to advertise the position or not.

***Sandra Adams entered the meeting at 8:55am (AEST)**

A discussion occurred about the improvement of the financial position of the MDA over the past 18 months and how the number of memberships had been retained.

Motion: That the board note the Performance Review and endorse the Agreed KPI's. In the table on the last page of the CEO Annual Performance Appraisal the title 'Priority' should be changed to 'Target'. Target 2 should read:

- Retain Existing Member Councils
- Assist the board to increase council membership by 5 memberships per annum
Barry Featherston/Murray Wood-Carried

Motion: That the board confirms the appointment of Emma Bradbury as Chief Executive Officer for a further 3 year term, and accept the process of the initial appointment.

Barry Featherston/Kevin Myers-Carried

Motion: That Greg Toll and Murray Wood negotiate a package for the CEO and provide a recommendation to the board no later than the November 2015 board meeting.

Barry Featherston/Oscar Aertssen-Carried

***Emma Bradbury re-entered the meeting at 9:30am (AEST)**

3.2. Authorization of Payments

Greg Toll suggested that the board reconsider Resolution 3.2 of Board Meeting 346, expressing some concern about the experience of other entities. Stan Gibney explained the importance of ensuring that those authorizing payments were responsible for and have sufficient information to establish the veracity of each payment, as detailed in Resolution 3.2 of Board Meeting 346.

Motion: That the board affirm Resolution 3.2 of Board Meeting 346.

David Thurley/Murray Wood-Carried

3.3. Expenses for the Chair

Greg Toll noted that duties of the chair could be expensive. The board discussed the preparation of a draft policy, to be prepared in accordance with standard practice.

Motion: That the board develop and adopt a policy and supporting process for board member expenses and re-imburement.

Oscar Aertssen/Kevin Myers-Carried

3.4. Marketing of Dubbo Conference

Motion: That the board and staff commence planning for the Dubbo Conference immediately following the Berrigan Conference.

Oscar Aertssen/Rodney Button-Carried

3.5. Marketing of Dubbo Conference

Motion: That the board

- a) Announces at the AGM that Region 5 have been offered the opportunity to host the 2017 Conference.
- b) Invites towns and communities of Region 5 to put forth submissions to the MDA executive to host the Conference.

Murray Wood/Barry Featherston-Carried

4. REPORTS

4.1. Adoption of the Annual Report

Emma Bradbury mentioned that the Annual Report had been compiled as both a report on the activities of the previous year, and as a marketing tool to introduce the organisation to prospective members in the year ahead. Paul Maytom and Oscar Aertssen agreed that the Annual Report would be good to show members and prospective members. Judi noted that it would be preferable to have the annual report tabled before the board prior to going to print.

Motion: That the board

- a) Adopts the Annual Report and
- b) Authorizes it to be distributed publicly, online and at the conference.

Oscar Aertssen/Kevin Myers-Carried

4.2. Financial Report and Briefing

Stan Gibney provided a brief summary of the financial report, he mentioned that membership invoices are being paid promptly. Stan also mentioned that final payments had been made to Adrian Wells following his retirement.

Motion: That the board

- a) Adopts the financial reports for August as presented.
- b) Endorse the narrative to the financials to provide clarity and consistency to our members in presenting the Annual Financial Reports.

Oscar Aertssen/Murray Wood-Carried

5. CONFIDENTIAL ITEM

6. APPOINTMENT OF THE NATIONAL EXECUTIVE

6.1. Election of the National President

Nominees for National President were:

1. Cr Greg Toll
2. Cr Kevin Myers
3. Cr David Thurley

A discussion occurred about the eligibility of the nominees. Some concern was expressed that pursuant to rules adopted by the Board outlined in 7.2(c) of Meeting 347, and 3.7 of Meeting 348, Greg Toll's nomination may not be eligible.

Rod proposed that even though Greg is a councillor with the Shire of Campaspe, he is also an Individual Member, and that the Board should accept Greg's nomination on the basis. Judi noted that Greg is a councillor, and asked Greg if the council had said they would not support him as their representative. Greg said they hadn't, but that he was nominating as an Individual Member anyway.

Kevin Myers requested that, in the event that his bid for Nation President was unsuccessful, the board accept his nomination for Vice President.

Motion: The board accept

- a) The nomination of Kevin Myers to stand for Vice President in the event that his bid for National President unsuccessful.
- b) The nomination of Greg Toll as eligible to stand for the position of National President
Oscar Aertssen/Murray Wood-Carried

The election took place with Emma Bradbury and Stan Gibney as scrutineers.

***Emma Bradbury, Stan Gibney and Cr Greg Toll left the meeting at 10.25am**

***Emma Bradbury, Stan Gibney and Cr Greg Toll re-entered the meeting at 10.30am**

Cr Greg Toll was elected to the position of National President.

6.2. Election of the Vice President

Nominees for National President were:

1. Mr Murray Wood
2. Cr David Thurley
3. Cr Kevin Myers

The election took place with Emma Bradbury and Stan Gibney as scrutineers.

Cr David Thurley was elected to the position of Vice President.

6.3. Election of the Treasurer

Nominee for Treasurer was:

1. Cr Peter Jamieson

There being no other nominations for treasurer, Peter Jamieson duly appointed.

Motion: That the board appoints

Cr Greg Toll to the position of National President

Cr David Thurley to the position of Vice President

Cr Peter Jamieson to the position of Treasurer

Paul Maytom/Oscar Aertssen-Carried

7. OTHER BUSINESS

7.1. Murray Darling Foundation-Recommendations

Cr Oscar Aertssen Interim Chair of the Murray Darling Foundation made the following recommendations:

1. That Cr Aertssen remain as MDF interim chair along with three committee members, yet to be appointed. An email and information sheet should be sent to all member councils, calling for interest in becoming a MDF committee member.
2. The chairperson of the MDF should be an MDA board member.
3. The other three members of the MDF may or may not be MDA members, in order to utilize external expertise.

Motion: That the board endorse the recommendations of the MDF interim Chairperson.

7.2. Appointment of Auditors

Motion: That the board appoints MGR Accountants as Auditors for the 2015/2016 financial year.
David Thurley/Barry Featherston-Carried

8. NEXT MEETING: To be confirmed

9. MEETING CLOSED: 10:45am AEST