



# Murray Darling Association Inc.

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**Ordinary Meeting of the Board  
Thursday 29<sup>th</sup> October at 10am (AEST)  
Location: Echuca via Skype**

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## Minutes - MEETING 351

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### 1. ATTENDANCE

#### 1.1 Present (via Skype)

Region 1 – Cr David Thurley	Region 2 – Mr Greg Toll
Region 3 – Cr Oscar Aertssen*	Region 4 – Cr Glenn Milne
Region 5 – Cr Kevin Myers	Region 6 – Cr Barry Featherston
Region 7 – Cr Peter Jamieson	Region 10 – Murray Wood
Emma Bradbury – MDA CEO	Alice Russell – MDA Marketing and Comm's* (minutes)
Stan Gibney – MDA Finance Manager*	

\*Left meeting early.

Meeting commenced at approx 10.20am after some technical difficulties were resolved.

#### 1.2 Apologies

Region 8 – Rodney Button <i>Featherston/Myers</i>	Region 9 – Cr Paul Maytom <i>Carried</i>
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#### 1.3 Declaration of Interests and Conflicts

None declared

### 2. PREVIOUS MINUTES

2.1 Meeting held Wednesday 9<sup>th</sup> September 2015, Tocumwal

*Wood/Jamieson*

*Carried*

### 3. BUSINESS ARISING

#### 3.1 Invitation to Region 5 to Host 2017 AGM and National Conference

Chief Executive Officer noted that the invitation had not yet been sent to region 5. Kevin Myers noted that it had been discussed at region 5 informally and that discussions were underway to determine which council would host.

### 4. REPORTS

#### 4.1 Finance Report

Stan presented the finance reports. It was highlighted that the conference yielded a strong profit which has made a significant contribution to the MDA's revenues for the year. It was noted that attendance numbers and profitability were an improvement on last year.

General discussion on the broader challenges facing the organisation in regard to the current financial position.

Stan presented cashflow projections and the budget out to 30 June 2016, highlighting the need to raise revenues and contain costs to ensure the MDA remains viable.

Peter asked a number of questions, and noted that the cash flow projections are based on the assumption that all outstanding debtors will pay. Given the debtor aged balances, it is likely that not all debtors will pay, and that this will have a further negative impact on both the bottom line. This was affirmed.

It was noted that a strategy has been developed, a key element of which is the active engagement of the regions by the chairs. The Budget Action Strategy 2015 will be discussed later in the meeting.

Stan also highlighted that the REO statistical return 2015 has been lodged and a significant non-compliance identified. In order to be compliant the Murray Darling Foundation must have three committee members.

With Oscar Aertssen already interim chair, Peter Jamieson and Murray Wood proposed to nominate as interim committee. Further nominations will be called at regional meetings. Peter and Murray's nominations were accepted.

**Action:** Nomination forms will be forwarded to the above named for immediate completion and lodgment.

**Action:** All regions will call for nominations from among their membership at the next region meeting.

**Motion:** That the finance reports as presented be adopted.

**Jamieson/Wood**

**Carried**

**\*\*Oscar Aertssen left the meeting**

#### **4.2 Budget Discussions - Membership Strategy**

Emma presented and spoke to the Murray Darling Association Budget Action Plan 2015/16, highlighting the strategies for managing costs and increasing revenues. The Murray Darling Association Budget Plan 2015 was discussed and proposed.

Stan advised he had to leave the meeting to attend another commitment. Stan was thanked for his attendance.

**\*\*Stan Gibney left the meeting at approx. 11.00am**

It was identified that the need to grow in memberships requires two distinct elements

- a) Attraction of new members
- b) Retention of existing members

Both these strategies require that the MDA continue to demonstrate strong leadership; clear and disciplined messaging and communications; and active collaboration within and between regions.

It was again highlighted that a key element of the strategy to increase revenues must sit with the region chairs in developing engagement in their regions through meetings and networking. Region chairs were encouraged to identify any resources they may need from the executive in order to meet the required objectives. Board members also discussed the value in meeting and collaborating more often in their capacity as regional chairs in order to share ideas and strategies.

Peter noted the importance of engaging the next generation of members. Emma identified a number of strategies the executive is currently engaged in, and encouraged chairs to provide any further suggestions and ideas as they arise.

**Motion:** That the board note the Murray Darling Association Budget Action Plan 2015/16.

**Wood/Jamieson**

**Carried**

#### 4.3 Region Reports

It was agreed that region reports will become a standing agenda item. This will provide an opportunity for region chairs to report on issues of basin wide significance, and strategies and actions taken to strengthen their regions.

This report will be separate to the region meeting minutes.

Regions identified that it is important for the executive officer to be seen in the regions as often as possible to maintain the profile of the organisation and generate a sense of engagement with the region member councils.

Peter Jamieson spoke to the success of region 7's last meeting which included a field trip to a number of councils. Cr Jamieson spoke about the importance of ambassadors for the Murray Darling Association on each council. Photographs of the tour were shared on social media by Cr Carol Muzyk.

#### 4.4 Chief Executive Officer's report (verbal)

Report on the Region 10 visit. 20-23 October

- 2500klm round trip – safe and incident free.
- Visited and met with 3 member councils, Forbes, Warren, Dubbo and two non-member councils Bathurst and Orange.
- Presented at 2 sessions of the SEGRA Conference. Excellent conference. Gained many learnings, identified a number of project opportunities, and established a number of valuable contacts.
- Engaged directly with Shadow Minister for Regional Development and Local Govt, indirectly with Deputy PM at conference functions.
- Project opportunities – reported on a number of project funding opportunities – to be developed.
- Met with Murray and Lana, Dubbo City Council and commenced preparations for 2016 Conference
- Continuing discussions with Business Development Manager, Land and Water Flagship – CSIRO.
- Region Meetings – spoke of the importance of region meetings to ensure member engagement which is vital to our organisation's financial viability, purpose and objectives.

#### *Other items*

- Membership prospectus has been developed. These are a valuable resource in presenting to new and existing member councils.
- Investment in Marketing and Communications Officer role is yielding strong results with Alice performing well in the role.
- Development of social media presence, marketing and communications strategy, active management of the website and targeting next generation of membership all vital to the MDA's continuity.

**Motion:** That the Chief Executive Officer report be accepted.

**Myers/Thurley**

**Carried**

### 5. GENERAL BUSINESS

#### 5.1 Chief Executive Officer Employment Contract

It was resolved at meeting 350 that the Murray Darling Association confirms the appointment of Emma Bradbury as Chief Executive Officer for a further 3 year term, and accept the process of the initial appointment. It was further resolved that (in the absence of a Remunerations Committee) Greg Toll and Murray Wood negotiate a package with the CEO and provide a recommendation to the board no later than the November 2015 board meeting.

Subsequent to that motion, Greg and Murray decided that it may be more appropriate to delegate that task to the Vice President and the Treasurer. This decision was made on the basis that;

- a) Important to remove any conflict or perception of bias on the basis of close association, as both Greg and Emma serve on the same council, and
- b) It is more appropriate for the positions of vice president and treasurer to manage the process.

Greg and Murray had handed the process over to Peter and David, who then liaised with Emma on the matter.

The proposed changes to the contract were then outlined, with the following points noted.

- a) Existing contract to be rolled over;
- b) maintain current salary - to be reviewed at a later stage subject to performance and affordability;
- c) MDA to cover FBT obligation on the vehicle whilst on current salary;
- d) provision made for leave loading while on the current salary
- e) MDA to novate Chief Executive Officer's phone to their account (net cost saving to MDA)

General discussion in relation to the process. Glenn Milne (Chair R4) acknowledged he had not been at the last meeting/s in relation to this matter, but expressed some concerns that this process may not be consistent with similar processes adopted by local government.

Emma then left the meeting to allow for an open discussion in relation to the proposed contract.

(Confidential)

**Motion:** That the board

- a) Approve that the Chief Executive Officer forward the proposed amendments (to the existing contract) to RK Lawyers for preparation of the Contract
- b) authorize the Vice President and Treasurer to sign the Contract on behalf of the board
- c) note that any material changes to the proposed contract must be brought back to the board

**Wood/Featherston**

**Carried**

## 5.2 Constitution Review – voting framework

Greg noted that voting rights are still a concern and called for board members to make suggestions as to how this might be improved. General discussion proposing that individual members are valued and that their input and vote is important at the regional level. This should be distinguished from voting at the national level which should essentially remain the responsibility of local government and region chairs.

Murray noted that it has already been resolved that the issue of voting rights must be considered at the region level.

**Motion:** That

- a) Region chairs present the item of the voting framework for discussion at their next region meeting.
- b) Regions ensure meeting minutes clearly reflect the adopted position of the region.
- c) Outcomes from the meetings are to be fed back to the executive via the minutes in order to inform the final cut of the first draft of the Constitution.

**Featherston/Thurley**

**Carried**

## 5.3 Review of the Conference Presentation:

Alice Russell, Marketing & Comm's Officer

Alice presented the findings of the post conference survey and lessons learned review. Some important findings were made regarding the planning and organisation of the conference which will be considered for the 2016 conference.

Key findings:

- Conference was well received, but there is room for improvement.
- Attendees rated the 2015 as equal to or better than the 2014 conference (overall).
- The conference was good value, but costings could be more flexible to accommodate individual

members and day guests.

- The voting rights at the AGM distracted from more important topics.
- There was a need for better meeting procedures at the AGM.
- Need to allocate question time after presenters.
- Registrations need to have more flexible options.
- Planning and marketing must be realistic and commence earlier and with greater communication between the MDA and host council.
- Get final registrations (with dietary requirements) to the host council/venue much earlier.
- Ensure there is a professional and independent MC.
- Recruit more volunteers to take the pressure off staff.

#### 5.4 Region Meeting Dates and Schedule

Regions 1, 2, 4, and 9 have submitted their meeting calendars for the 2016 year and these have been posted on the MDA website.

Murray is checking with a number of RoC's to avoid clashes and capitalise on logistics before finalising region 10's meeting dates.

Glenn has committed to getting region 4's meeting dates in in the next week.

Oscar and Kevin still working on their meeting dates.

Emma thanked all region chairs for providing their meeting dates at the earliest opportunity. Greg noted that the dates needn't be set in stone, and could be amended if required, but that it was important to have dates up on the MDA calendar to allow for councils to plan their attendance.

#### 5.5 Water move to Agriculture Portfolio/Messaging and Communication Protocols

It was raised that comments made by The Hon Lisa Neville MP, Vic Minister for Water at the Water Summit in Tatura on Wednesday (28/10), and subsequent media coverage suggested that it may not be confirmed that the water portfolio has been moved to Barnaby Joyce.

Emma confirmed that the MoG (machinery of government) had been affected to change the ministry from Department of Agriculture, to the Department of Agriculture and Water Resources (DAWR) (22/09) and further, that the AOs (administrative orders) had been issued and confirmed that responsibility for water rests with the minister responsible for the department, in this case Barnaby Joyce. In the absence of any further development, Barnaby Joyce is definitely the minister currently responsible for the Plan.

Emma noted that it had been rather challenging to ensure that the media and communication was clear and consistent regarding the position of the Murray Darling Association in relation to changes at the time, particularly when there had been some pressure for the MDA to state a position as the events had unfolded.

Emma sought guidance from the board on the best way to ensure that the views expressed by all region chairs/board members were consistent with the adopted position of the Murray Darling Association so as not to create confusion, either for the executive or the membership.

Barry noted that saying nothing may be the best option in some circumstances.

#### **\*\*Alice Russell left the meeting at 12.20pm**

Barry Featherston identified that it is the responsibility of the chair to represent the views of the membership and that the chair should not be expressing any personal views or positions, whether in the media or among the membership.

It was also noted that any comments by region chairs should always reflect the values of the organisation, and be in the interests of the MDA.

Further discussion around the fact that the Murray Darling Association is a peak body, we need advocate for the principles, not the issues. It is the role of our politicians to identify and advocate for specific issues. The Murray Darling Association is apolitical and it is not in the organisation's interests to become engaged in specific issues as they evolve.

The issue was also raised that a member of Region 2 had raised a concern with the Region 1 submission to the senate inquiry on the grounds that the submission did not align with the member's personal views. It was broadly discussed and agreed that:

- a) Region 1's submission was developed according to proper process, and
- b) The recommendations included in region 1's submission were consistent with the position of the Murray Darling Association on the constraints management strategy, and articulated in the context of the local perspective of R1.

David expressed some concern that the Chairman had allowed himself to become engaged in this issue on behalf of a member in a way that was neither helpful, constructive nor respectful. Greg noted that he took these comments on board.

Emma mentioned that it is important for the board to be united and consistent on communication protocols. Unity and consistent messaging is important in the marketing strategy: new members will not join and old members will not stay in an organisation divided from within or if they feel that the views expressed do not align with their own.

Murray called for a number of principals to be suggested to form the basis of a resolution that would provide clarity on this matter, including the responsibilities of the region chairs, commitment to the duty statement and the delegations, and consistency around media and messaging – in order to provide clarity and consistency.

Peter Jamieson expressed a dissenting view – suggesting that the National President, as is the case with the Mayor, should be the authorised spokesperson for the MDA.

Murray then called for the motion to be restated and put.

**Motion:** That

- a) Responsibility for representing the views of the organisation rests equally with individual regional chairs and must at all times be consistent with the resolved position of the Murray Darling Association as identified in region and national minutes.
- b) all board members affirm their understanding of and commitment to the duty statement, code of conduct and delegations policy.
- c) Affirm that all media comments and engagement with political representatives must be consistent with the adopted position of the region and in the interests of the organisation.

**Wood/Featherston**

**Carried**

Greg thanked everybody for their attendance, and particularly for their perseverance in the face of a number of technical challenges.

**6. NEXT MEETING:** Friday 20 November 2015 – Skype 10am

**7. MEETING CLOSED: 12:35am AEST**