



SYDNEY HARBOUR FEDERATION TRUST

141st MEETING OF THE TRUST

Boardroom, 28 Best Avenue, Mosman

Meeting in Private

4 December 2020

MINUTES

Abridged Record of the 141st Meeting of the Trust

Sydney Harbour Federation Trust

(private and confidential information has been removed where indicated)

Chair

Minutes of the 141st meeting of the Sydney Harbour Federation Trust held on Friday 4 December 2020.

Present

| | |
|-----------------------|--------------|
| Mr Joseph Carrozzi | Chair |
| Ms Jean Hay AM | Deputy Chair |
| Mr Garth Callender | Member |
| Ms Josephine Cashman* | Member |
| Ms Sandra Hook | Member |
| Mr Tim James | Member |
| Ms Jessica Keen | Member |
| Mr Michael Rose AM | Member |

* Partial attendance via mobile phone. Due to technical issues, Ms Cashman's participation in the meeting was intermittent.

In Attendance

| | |
|--|---|
| Ms Mary Darwell | Executive Director |
| Mr Justin Bock (<i>partial attendance</i>) | Director Strategic Reform |
| Mr Michael Brennan (<i>partial attendance</i>) | Head of Reform Program |
| Mr Graham Izod (<i>partial attendance</i>) | Director Assets & Parklands |
| Mr Nick Lawry (<i>partial attendance</i>) | Chief Financial & Commercial Officer |
| Mr Patrick Lee (<i>partial attendance</i>) | Project Manager |
| Ms Beth Mulock (<i>partial attendance</i>) | Legal & Risk Officer |
| Ms Kathryn Roberts (<i>partial attendance</i>) | Director Marketing & Visitor Experience |
| Ms Rosemary Southcombe | Secretariat |

Apologies

Nil

1. In Camera (inc. Chair's verbal report to Trust Members) (Agenda Item 1)

The Members of the Trust held an in camera session prior to the commencement of the meeting.

2. Meeting Opening (Agenda Item 2)

Ms Darwell and Ms Southcombe joined the meeting.

The Chair opened the meeting with an acknowledgement of the Traditional Custodians and Owners of the Harbour Trust lands and paid respects to Elders past, present and emerging.

Attendees were welcomed and the meeting was formally opened.

The Members of the Trust:-

- RESOLVED to meet in private because of confidential budget matters on the Agenda.

Moved: Mr Joseph Carrozzi Seconded: Ms Jean Hay AM

The Chair:-

- NOTED there was a quorum of Members of the Trust in attendance.

a) Apologies: Nil

b) Declarations of Interest

The list of Declarations of Interest circulated with the papers for this meeting was:

- NOTED, with the following updates –
Ms Jean Hay AM: Remove – Member, Warringah Stronger Communities Committee
Ms Sandra Hook: Remove – Non-Executive Director, RXP Services

Members of the Trust were requested to advise if other declarations of interest are required during the meeting.

c) The following Circular Resolutions were passed since the previous meeting to approve:

- 16 October 2020 (see Attachment A): Resolution without meeting to approve Executive Director to approve and sign off on expenditure for the reform program, budgeted at \$1M; and the Trust Members to approve the Trust Members Skills matrix.
- 29 October 2020 (see Attachment B): Resolution without meeting to approve the draft Platypus Management Plan being placed on public exhibition.
- 29 October 2020 (see Attachment C): Resolution without meeting to approve the extension of the Mosman Markets licence for up to another year.
- 4 November 2020 (see Attachment D): Resolution without meeting to approve the Draft Stakeholder Engagement Strategy & Governance Framework to go on Public Exhibition for community and stakeholder feedback. The Members noted that in the implementation of the Stakeholder Engagement Strategy, management will need to incorporate the views of the community (especially the operations of CACs) and the recommendations of the Independent Review.
- 8 November 2020 (see Attachment E): Resolution without meeting to approve the Minutes of the Meeting of the Trust held in private on 14 September 2020.

The Members of the Trust:-

- NOTED the approvals of the Circular Resolutions

3. Actions Items from Previous Meetings (Agenda Item 3)

The list of action items was taken as read. Ms Darwell reported that all items on the Action Items list have been completed.

The Members of the Trust:-

- NOTED the Action Items.

4. Executive Director's Report (Agenda Item 4)

The Executive Director's report was taken as read and Ms Darwell spoke to it.

The Members of the Trust:-

- NOTED the Executive Director's report.

5. Audit & Risk Report (Agenda Item 11)

Ms Beth Mulock, Legal & Risk Officer joined the meeting for this item.

It was agreed at the September 2020 Trust Meeting that it was not necessary to continue to include all Portfolio Audit Committee meeting reports in the papers for Trust Meetings – only the Risk (including WHS) and the Audit reports would be included in the Trust Meeting papers. The next PAC meeting is scheduled

for 16 December 2020. Hard copies of all the reports provided to PAC were available for viewing at today's Trust Meeting.

Ms Mulock spoke to the Risk Report Summary which included an outline of the risks associated with the Harbour Trust Review, COVID-19 and the uncontrolled burn incident at North Head.

In relation to the fire at North Head, Ms Darwell advised she had written to NSW National Parks & Wildlife Service requesting they undertake a formal review of the incident and provide a report to the Harbour Trust regarding the reasons for the fire breaking containment lines.

Ms Mulock advised that in August 2020, the Harbour Trust was requested to prepare an acquittal against the PAC Work Plan 2019-20. At the September 2020 PAC Meeting, the Committee endorsed the 2019-20 Work Plan Acquittal and requested that a copy of the 2019-20 Work Plan Acquittal be provided to the Trust Members (included in the papers for today's meeting).

The WHS report (update to 30 September 2020) was included in the papers for today's meeting.

All audits in the 2019/2020 workplan have been completed and an update on the progress against all action items arising from the Contractor Management Audit and Events Management Audit has been provided to PAC.

The Members of the Trust:-

- NOTED the Audit & Risk Report

6. Amendments to DRIVES24 Policy (Agenda Item 12)

The report was taken as read and Ms Mulock spoke to it.

The recently annual DRIVES24 compliance audit made a number of recommendations which required the review and amendment of the DRIVES24 Policy. The policy has been updated to document the potential personal liability for penalties under the Privacy and Personal Information Act 1998. The policy has also been updated to reflect that the Harbour Trust's Office Manager will be the Authorised User of the DRIVES24 database.

The Members of the Trust:-

- APPROVED the revisions to the DRIVES24 Policy

7. Reform Program (Agenda Item 7)

Mr Justin Bock and Mr Michael Brennan joined the meeting.

Mr Damien Smith, Partner, Strategy & Transactions, EY joined the meeting and a discussion was held around the preparation of the Business Case for Government.

[CONFIDENTIAL DISCUSSION]

Mr Smith left the meeting.

Mr Bock updated the Trust Members on implementation against the recommendations of the Independent Review of the Sydney Harbour Federation Trust.

8. Projects – 10 Terminal & Sub Base Platypus Stage 2 (Agenda Item 8)

Mr Graham Izod joined the meeting for this item. Mr Patrick Lee joined via videoconference.

Mr John Guida from Guida Moseley Brown (GMB), Lead Design Services Consultant & Architects for Sub Base Platypus Stage 2 joined the meeting via videoconference and gave a presentation on their work to date on Sub Base Platypus Stage 2.

Design principles for the project were presented at the recent Sub Base Platypus Community Advisory Committee (CAC) on 25 November 2020, which received positive feedback.

GMB will complete schematic design by February. Further feedback will be gathered from the next Sub Base Platypus CAC, to be scheduled in early February 2021.

Mr Guida left the meeting.

The Projects Report prepared for this meeting was taken as read.

The Members of the Trust:-

- NOTED the Projects Report

9. Finance Report To 31 October 2020 (and reforecast presentation) (Agenda Item 5)

Mr Nick Lawry joined the meeting for this item.

The report was taken as read and Mr Lawry spoke to it.

Mr Lawry reported that the financial result for the Harbour Trust over the first four months of the 2020/21 was better than budget due to solid performance of the accommodation business and recovery of tenants.

Management is undertaking a high-level reforecast of the expected deficit for 2020/21 to reflect the latest assessment of revenue/operating conditions; the impact of the Budget appropriations announced in October; and the impact of COVID-19.

The Members of the Trust:-

- NOTED the Finance Report

10. Property Report (Agenda Item 6)

Mr Nick Lawry was in attendance for this item to report on commercial in confidence property matters.

[CONFIDENTIAL DISCUSSION]

The Members of the Trust:-

- NOTED the Property Report

11. Procurement & Delivery of New Works Report (Agenda Item 9)

Mr Justin Bock and Mr Graham Izod were in attendance for this item to update the Trust Members on the approach to scoping and procuring works announced as part of the October Federal Budget.

The report was taken as read and Mr Bock and Mr Izod spoke to it.

Following discussion there was in principle agreement that the Harbour Trust's procurement rules should be in line the Department of Finance's guidelines. It was agreed that an updated procurement policy will be circulated to Trust Members out of session for endorsement.

The Members of the Trust:-

1. NOTED the Federal Budget allocation for Backlog Works and Repairs and Maintenance
2. NOTED the approach to scoping and procuring the works, and governance arrangements
3. APPROVED the 20/21 Budget of \$4.4 million for Backlog Works and \$17.6 million for additional Repairs and Maintenance Expenditure, noting that this represents grossed up 4 years expenditure
4. NOTED the Ministerial announcement of the allocation of \$4 million to 10 Terminal, within a 4 year budget
5. APPROVED the allocation of \$4 million to the 10 Terminal and Parklands project

12. Community Pulse & Community Advisory Committee (Agenda Item 10)

Ms Kathryn Roberts joined the meeting for this item.

The report for this item was taken as read and Ms Roberts spoke to it.

Ms Roberts reported that since 2 October 2020, the Harbour Trust has embarked on an extensive consultation schedule across a diverse broad range of topics, locations and stakeholders.

Two consultations - Exposure Draft SHFT Amendment Bill 2020 and North Head Sanctuary 2020 - have recently closed for comment. Four remaining consultations remain live and close on various dates in December. A high level consultation report framework has been developed to allow Trust Members to reference the various consultations and understand key engagement metrics/statistics, community themes/highlights and accompanying Harbour Trust outcomes/actions.

Ms Roberts reported that the Harbour Trust has held three statutory meetings since the September Trust Meeting. In addition, Community Advisory Committee members were engaged on the two major capital works projects - Torpedo Factory Renewal Project at Sub Base Platypus and 10 Terminal & Parklands Renewal Project at Middle Head - with a detailed overview and feedback session held for both projects.

The Members of the Trust:-

- NOTED the report

Meeting closed at 3.15pm



Attachment A

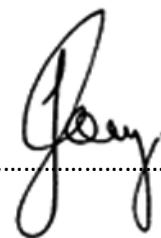
SYDNEY HARBOUR FEDERATION TRUST

RECORD OF RESOLUTION WITHOUT MEETING

PURSUANT TO SECTION 56 of the SYDNEY HARBOUR FEDERATION TRUST ACT 2001

16 OCTOBER 2020

**True & Correct Record of the Resolution without Meeting
pursuant to section 56 of the Sydney Harbour Federation Trust Act 2001**



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Chair

Motion for Resolution Without Meeting

After consideration of the 'Harbour Trust Reform Program Expenditure Recommendations' paper circulated to the Members of the Trust on 14 October 2020, the following resolution was confirmed as having been agreed to by a quorum of the Members of the Trust and was taken to have been passed on 16 October 2020, pursuant to section 56 of the Sydney Harbour Federation Trust Act 2001:

The Members of the Trust resolved to:-

1. **NOTE** the oversight of the Harbour Trust Reform Steering Committee of the Harbour Trust reform program.
2. **AUTHORISE** the Executive Director to approve and sign off on program expenditure to a total value of \$1M.
3. **NOTE** the planned use of Executive Director discretion under the procurement policy.
4. **APPROVE** the Trust Members Skills Matrix.

Moved by: Mr Michael Rose AM

Seconded by: Mr Garth Callender

Votes received in favour of the motion

Mr Joseph Carrozzi (Chair)
Ms Jean Hay AM (Deputy Chair)
Mr Garth Callender
Ms Sandra Hook
Mr Tim James
Ms Jessica Keen
Mr Michael Rose AM

The motion is now passed and Members of the Trust have been advised of this outcome.



Attachment B

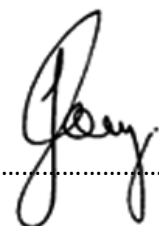
SYDNEY HARBOUR FEDERATION TRUST

RECORD OF RESOLUTION WITHOUT MEETING

PURSUANT TO SECTION 56 of the SYDNEY HARBOUR FEDERATION TRUST ACT 2001

29 OCTOBER 2020

**True & Correct Record of the Resolution without Meeting
pursuant to section 56 of the Sydney Harbour Federation Trust Act 2001**



.....
Chair

Motion for Resolution Without Meeting

After consideration of the 'Platypus Draft Management Plan - Amendment 1, 2020' paper circulated to the Members of the Trust on 28 October 2020, the following resolution was confirmed as having been agreed to by a quorum of the Members of the Trust and was taken to have been passed on 29 October 2020, pursuant to section 56 of the Sydney Harbour Federation Trust Act 2001:

The Members of the Trust resolved to:-

1. **NOTE** the outcome of preliminary consultation with key stakeholders, and that issues raised in submissions have been considered in the preparation of the draft Platypus Management Plan – Amendment 1, 2020 (draft Plan).
2. **AGREE** that the draft Plan be placed on public exhibition.
3. **NOTE** that the Planning Application for the Torpedo Factory proposal will be exhibited concurrently with the draft Plan.
4. **NOTE** that the proposal for the Torpedo Factory will be referred for the Minister's consideration in accordance with the EPBC Act.

Moved by: Ms Jean Hay AM

Seconded by: Ms Sandra Hook

Votes received in favour of the motion

Mr Joseph Carrozzi (Chair)
Ms Jean Hay AM (Deputy Chair)
Mr Garth Callender
Ms Sandra Hook
Mr Tim James
Ms Jessica Keen
Mr Michael Rose AM

The motion is now passed and Members of the Trust have been advised of this outcome.



Attachment C

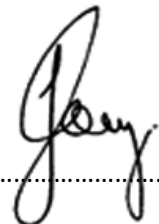
SYDNEY HARBOUR FEDERATION TRUST

RECORD OF RESOLUTION WITHOUT MEETING

PURSUANT TO SECTION 56 of the SYDNEY HARBOUR FEDERATION TRUST ACT 2001

29 OCTOBER 2020

**True & Correct Record of the Resolution without Meeting
pursuant to section 56 of the Sydney Harbour Federation Trust Act 2001**



.....
Chair

Motion for Resolution Without Meeting

After consideration of the 'Middle Head Markets Discussion Paper', circulated to the Members of the Trust on 28 October 2020, the following resolution was confirmed as having been agreed to by a quorum of the Members of the Trust and was taken to have been passed on 29 October 2020, pursuant to section 56 of the Sydney Harbour Federation Trust Act 2001:

The Members of the Trust* resolved to:-

- **APPROVE** a Deed of Variation between the Harbour Trust and Choulartons Australia Pty Ltd T/A Organic Food Markets for the Middle Head Markets to continue operating in their current location, for an additional period up 12 months (a clause will be included to allow the Harbour Trust to nominate an earlier finish date at its discretion).

* Mr James declared he has a community connection with the market licensee

* Ms Keen declared she has a community connection with the market licensee

Moved by: Ms Jean Hay AM

Seconded by: Ms Sandra Hook

Votes received in favour of the motion

Mr Joseph Carrozzi (Chair)
Ms Jean Hay AM (Deputy Chair)
Mr Garth Callender
Ms Sandra Hook
Mr Tim James
Ms Jessica Keen
Mr Michael Rose AM

The motion is now passed and Members of the Trust have been advised of this outcome.



Attachment D

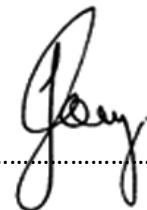
SYDNEY HARBOUR FEDERATION TRUST

RECORD OF RESOLUTION WITHOUT MEETING

PURSUANT TO SECTION 56 of the SYDNEY HARBOUR FEDERATION TRUST ACT 2001

4 NOVEMBER 2020

**True & Correct Record of the Resolution without Meeting
pursuant to section 56 of the Sydney Harbour Federation Trust Act 2001**



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Chair

Motion for Resolution Without Meeting

After consideration of the 'Draft Stakeholder Engagement Strategy & Governance Framework' paper circulated to the Members of the Trust on 2 November 2020, the following resolution was confirmed as having been agreed to by a quorum of the Members of the Trust and was taken to have been passed on 4 November 2020, pursuant to section 56 of the Sydney Harbour Federation Trust Act 2001:

The Members of the Trust resolved to:-

- **APPROVE** the documentation to go on Public Exhibition for community and stakeholder feedback. The Members noted that in the implementation of the Stakeholder Engagement Strategy, management will need to incorporate the views of the community (especially the operations of CACs) and the recommendations of the Independent Review.

Moved by: Mr Tim James

Seconded by: Mr Joseph Carrozzi

Votes received in favour of the motion

Mr Joseph Carrozzi (Chair)
Ms Jean Hay AM (Deputy Chair)
Ms Sandra Hook
Mr Tim James
Ms Jessica Keen
Mr Michael Rose AM

The motion is now passed and Members of the Trust have been advised of this outcome.



Attachment E

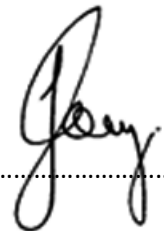
SYDNEY HARBOUR FEDERATION TRUST

RECORD OF RESOLUTION WITHOUT MEETING

PURSUANT TO SECTION 56 of the SYDNEY HARBOUR FEDERATION TRUST ACT 2001

8 NOVEMBER 2020

**True & Correct Record of the Resolution without Meeting
pursuant to section 56 of the Sydney Harbour Federation Trust Act 2001**



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Chair

Motion for Resolution Without Meeting

After consideration of the Minutes of the Meeting of the Trust held in private on 14 September 2020, circulated to the Members of the Trust on 6 November 2020, the following resolution was confirmed as having been agreed to by a quorum of the Members of the Trust and was taken to have been passed on 8 November 2020, pursuant to section 56 of the Sydney Harbour Federation Trust Act 2001:

The Members of the Trust resolved to:-

- **APPROVE** the Minutes of the Meeting of the Trust held on 14 September 2020.

Moved by: Mr Joseph Carrozzi

Seconded by: Ms Sandra Hook

Votes received in favour of the motion

Mr Joseph Carrozzi (Chair)

Ms Jean Hay AM (Deputy Chair)

Mr Garth Callender

Ms Sandra Hook

Mr Tim James

Ms Jessica Keen

Mr Michael Rose AM

The motion is now passed and Members of the Trust have been advised of this outcome.