



SYDNEY HARBOUR FEDERATION TRUST

108th MEETING

Boardroom, Sydney Harbour Federation Trust Offices,
Building 28, Best Ave, Mosman

Meeting in Private

15 September 2016

MINUTES

True & Correct Record of the 108th Meeting of the
Sydney Harbour Federation Trust

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Chairman

DRAFT UNTIL SIGNED

Minutes of the 108th meeting of the Sydney Harbour Federation Trust held in the Boardroom, Sydney Harbour Federation Trust, Building 28 Best Ave, Mosman at 12.05pm on 15 September 2016.

Present

Mrs Jean Hay AM	Acting Chair
Ms Sally Herman	Member
Ms Josephine Cashman	Member
Mr Kevin McCann AM	Chair (Partial attendance)

In attendance

Dr Susan Culverston	Acting Executive Director
Mr David Llewelyn	Acting Director Corporate Services/CFO
Mr Mark Billham	Executive Officer
Mr Daniel Sealey	Manager, Planning (Partial attendance)
Ms Eliza Beashel	Director, Marketing, Communications and Visitor Experience (Partial attendance)
Ms Jane Page	Secretariat

Apologies

Ms Sandra Hook	Member
Mr Joseph Carrozzi	Member

The meeting commenced at 12.05pm on Thursday 15 September 2016.

1) Introduction

a) Welcome and acknowledgement of country.

b) Apologies

Ms Hook's and Mr Carrozzi's apologies were noted.

c) The Declarations of Interest.

The Declarations of Interest were noted. Ms Cashman requested her details be updated.

2) Minutes of the Meeting held on 18 July 2016 in Private (Agenda Item 2)

The minutes from the 107th meeting held in private on 18 July 2016 were considered. The action item that the Middle Head Management Plan be brought back to the Trustees at the next Board meeting was included.

3) Matters Arising

Matters arising would be considered during the meeting.

4) 2015-16 Financial Statements (Agenda Item 3)

The reports were noted and taken as read.

Mr Llewelyn presented to the meeting the Harbour Trust's 2015-16 financial statements.

A sub-committee of the Portfolio Audit Committee met to review the Harbour Trust's 2015-16 financial statements. That sub-committee endorsed the financial statements for the Harbour Trust and the Sydney Harbour Conservancy Ltd for the year ended 30 June 2016 and recommended them for signature to the Chair, Mr McCann. The sub-committee stated that the financial statements were materially fairly stated and prepared in accordance with the *Public Governance, Performance and Accountability (Financial Reporting) Rule 2015* made under the *Public Governance, Performance and Accountability Act 2013*, including applicable Australian Accounting Standards and Interpretations.

As SHFT Financial Statements are consolidated statements, the Financial Statements for Sydney Harbour Conservancy Limited were included with the Board papers for the information of Trustees.

The Harbour Trust's income for the 2015-16 financial year was \$17.391m with expenses totalling \$16.9m resulting in a surplus of \$0.459m. Net assets totalled \$383m.

5) Governance, Risk and Compliance Report (Agenda Item 4)

The reports were noted and taken as read.

The report updated Trustees on the status of the Governance, Risk and Compliance activities and new issues that have arisen since last reporting.

The Harbour Trust has Compliance and Risk Management Frameworks in place to support and continually improve the achievement of its Governance responsibilities, ensure compliance with organisational and legislative requirements and support the achievement of its strategic, operational and project objectives at both a Trust and Business Unit level. This includes all Directors and senior Managers completing a regular quarterly compliance statement.

There are currently no items on the breach register.

An issue with the owners of the Child Care Service at Headland Park resulted in the centre closing. After ensuring legal issues were resolved, the centre has reopened after an interim provider was sourced with the assistance of the Community Child Care Cooperative. An EOI for the long term operation of the centre is being drafted.

There was discussion regarding the risk register. It was agreed that there should be a distinction made on the risk register between staff / volunteers and visitors to Harbour Trust sites. Management is investigating ways of giving assurance to Trustees of the risk culture within the Harbour Trust.

Annual Compliance Report

Trustees noted the Public Governance Performance and Accountability Act 2013 Table of Compliance Management Report and acting Chief Financial Officer and Acting Executive Director Certification and considered the Compliance Report 2015/16.

Review of Delegations

Dr Culverston advised that after a review of delegations, the delegations have been updated to accommodate additional delegations required for changed positions.

The Acting Chair signed the Instrument of Delegation referred to above.

Portfolio Audit Committee

The next Portfolio Audit Committee (PAC) is on 20 September 2016. The Harbour Trust's 2017 meeting dates have been sent to the PAC Secretariat for consideration when arranging future meetings.

Internal Audit

The report provided Trustees with an outline of the status of Internal Audit recommendations being implemented by Management.

6) Draft Annual Report 2015-16 (Agenda Item 5)

The draft report was taken as read.

7) Middle Head Management Plan (Agenda Item 6)

The report was noted and taken as read.

Additional information was provided regarding the proposed Draft Amendment to the Middle Head Management Plan which was considered by Trustees at the previous meeting. It was agreed that provision should be made to include the potential to join Buildings 6 and 7.

NPWS have advised that the exhibition of their plan for Middle Head is delayed and should be available for public exhibition late October/early November. It was agreed that NPWS be contacted to see if their plan can be fast tracked so that both the Trust's Plan and NPWS's

Plan can be co-exhibited as previously agreed. If NPWS are not ready to exhibit by the end of October, it was agreed the Harbour Trust will run its own public exhibition.

8) WH&S Report and Draft Policies (Agenda Item 7)

The WH&S report was noted.

Reported incidents were noted to have decreased.

Once approved by Trustees, the policies will be displayed in the reception area of the Harbour Trust. Copies are to be displayed in the reception or communal areas of each site, where possible.

9) Draft Policies (Agenda Item 8)

The reports and policies were noted and taken as read.

Draft Gift Policy

There was discussion regarding the policy and the practice of hospitality in business. It was agreed that the draft policy should be amended to include a \$15 threshold in relation to hospitality and conference attendance where there is no potential conflict of interest, to cover instances where coffee/pens etc are gifted. It was agreed that this would need to be monitored to ensure the receiving of such hospitality did not become a regular occurrence.

Draft Workplace Surveillance Policy

A new radio communication system is being obtained by the Harbour Trust as part of its Critical Incident Management Plan. The system will also be used in the day to day operational activities of the Harbour Trust. The use of this system necessitated the implementation of a Workplace Surveillance Policy as the radios have tracking capabilities.

10) Chairman's Report (Agenda Item 9)

The Chair has written to Minister Frydenberg regarding a number of issues including Board vacancies and the Markham Close funds. The Department of the Environment and Energy have advised that due diligence is being carried out on a few applicants being considered for appointment to fill the vacancies on the Board.

There was discussion regarding swimming facilities on Cockatoo Island. The slipway is currently available and used by some visitors to the island. It was agreed that the installation of a pool would be expensive to construct and maintain and was not considered to be a viable proposition. A water fountain play area was suggested as a possible alternative. It was recommended that Management investigate and report at a future meeting. It was also noted that the work on visitor experience being undertaken would help inform facilities to be considered on the island.

Reports on signage and parking at Headland Park will be discussed later at the meeting.

11) Acting Executive Director's Report (Agenda Item 10)

The report was taken as read.

Details in the report are now reported under Business Unit rather than by site. The Harbour Trust has received a lot of positive media around the *Ghosts of Biloeia* app which has recently been launched.

12) Parking Review (Agenda Item 13)

Mr Sealey spoke to the report. The report was noted and taken as read.

The Harbour Trust's 2016 review of parking at Headland Park, analysed car parking supply and demand with recommendations to management for some modest new parking management measures.

The report was noted. Any significant changes to be made will be discussed with tenants in the first instance.

13) Signage (Agenda Item 12)

Ms Beashel presented to the meeting.

Contractual work is being undertaken to look at the branding of Headland Park. Stage 1 is underway and subject to satisfaction, further stages will be implemented. It was also noted that the visitor experience/site activation review work being undertaken may also inform the branding exercise, therefore the work being undertaken will not be finalised until this report is received. Further information will be reported to Trustees at subsequent Board meetings.

14) Community Advisory Committee (CAC) Update (Agenda Item 14)

The report was taken as read.

The CAC are awaiting the Middle Head Management Plan to be put on public exhibition once approved by the Board.

Other Business

A strategy day is to be held in February 2017. Date to be advised.

Motions passed during the meeting

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

Moved: S Herman

Seconded: J Cashman

Agenda Item 2

The Trust **RESOLVED** to accept the minutes, with the amendment, from the 107th meeting of the Trust held in private on 18 July 2016.

Moved: S Herman

Seconded: J Cashman

Agenda item 3

The Trust **RESOLVED**:

- a) That in its opinion, the Financial Statements for the year ended 30 June 2016 are based on properly maintained financial records and give a true and fair view of the matters in accordance with the requirements of the Public Governance, Performance and Accountability Rule 2015.
- b) That in its opinion, there are reasonable grounds to believe the Harbour Trust will be able to pay its debts as and when they become due and payable.
- c) To approve the Management Representation Letter to ANAO.
- d) To approve the Trust Representations letter to the ANAO.
- e) To authorise a Director of the Trust, the Acting Executive Director and the Acting Chief Finance Officer to sign the Representation letter for the ANAO and the Certification on the financial statements.

Moved: S Herman

Seconded: J Hay

Agenda item 4

The Trust **RESOLVED**:

For the financial year ended 30 June 2016, in the opinion of the Directors, based on adequate internal controls, including the advice of Management and the Audit Committee, Sydney Harbour Federation Trust has:

- (a) complied with the provisions and requirements of the Public Governance, Performance and Accountability Act 2013 (PGPA Act); and the PGPA Rules as amended from time to time.

Moved: S Herman

Seconded: J Cashman

Agenda item 4

The Trust **RESOLVED** to:

- 1) revoke the following Instrument of Delegations:
 - Instrument of Financial Delegation No.1 of 2016
- 2) authorise the Acting Chair to sign Instrument of Financial Delegation No.4 of 2016.

Moved: S Herman

Seconded: J Hay

Agenda Item 5

The Trust **RESOLVED** to approve the draft Annual Report 2015-16 subject to updated financial information.

Moved: J Hay

Seconded: K McCann

Agenda item 7

The Trust **RESOLVED** to approve the draft Middle Head Management Plan, with the amendment that Buildings 6 and 7 may be joined, being placed on public exhibition.

Moved: S Herman

Seconded: J Hay

Agenda item 7

The Trust **RESOLVED** to approve the following policies:

- Health and Wellbeing Policy
- Personal Protective Equipment (PPE) Policy
- Fitness for Work Policy
- Crisis and Emergency Management Policy
- Injury Management and Rehabilitation Policy
- WH&S Policy

Moved: J Cashman

Seconded: J Hay

Agenda item 8

The Trust **RESOLVED** to approve the Gift Policy, as amended:

Moved: S Herman

Seconded: J Cashman

The Trust **RESOLVED** to approve Workplace Surveillance Policy

Moved: J Cashman

Seconded: K McCann

There being no further business, the meeting closed at 3.30pm.

Trustees continued to meet in private without Management in attendance.