

SYDNEY HARBOUR FEDERATION TRUST

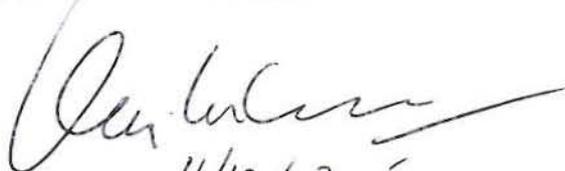
100th MEETING

Boardroom, SHFT Offices, Building 28, Best Ave, Mosman
Meeting in Private

16 September 2015

MINUTES

True & Correct Record of the 100th Meeting of the
Sydney Harbour Federation Trust



11/12/2015

.....
Chair

DRAFT UNTIL SIGNED

Minutes of the 99th Meeting held in public on 14 July 2015 (Agenda Item 2)
The minutes from the 99th meeting held in public on 14 July 2015 were considered.

The Trust RESOLVED to accept the minutes, with minor amendments, from the 99th meeting of the Trust held in public on 14 July 2015.

Moved: R Jeffs

Seconded: P Braxton-Smith

Matters Arising

Matters would be dealt as they arose during the meeting.

3) 2014-15 Financial Statement (Agenda Item 3)

Dr Culverston presented the Harbour Trust's 2014-15 Financial Statements to Trustees. The Harbour Trust had total income of \$17.7m with total expenses of \$17.6m resulting in a surplus of \$0.132m.

The Financial Statements were prepared in accordance with the requirements of the Public Governance, Performance and Accountability Rule 2015, applicable Accounting Standards and other mandatory reporting requirements. The Statements were prepared taking into account feedback from the Australian National Audit Office (ANAO). A representative of the ANAO attended the Audit, Risk and Compliance Committee meeting on 1 September 2015. The Financial Statements and the background papers and information were reviewed by the Audit, Risk and Compliance Committee at the Committee's meeting on 1 September. Mr Jeffs, Chair of the Committee advised that the Committee had endorsed the draft Financial Statements as amended and recommended the Trust accept the Financial Statements as presented.

The Trust RESOLVED:

- a) That in its opinion, the Financial Statements for the year ended 30 June 2015 comply with subsection 42(2) of the Public Governance Performance and Accountability Act 2013 (PGPA Act) and are based on properly maintained financial records as per subsection 41(2) of the PGPA Act. The financial records give a true and fair view of the matters in accordance with the requirements of the PGPA Rule 2015..
- b) That in its opinion, there are reasonable grounds to believe the 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 Representation Letter to the ANAO.
- e) To authorise a Director of the Trust, the Executive Director and the Chief Finance Officer to sign the Representation Letter for the ANAO and the Certification on the Financial Statements.

Moved: L McLeay

Seconded: R Jeffs

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.

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

The report was noted.

Annual Compliance Report

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.

As part of the ongoing internal audit program, an independent review of the Risk Management Framework and methodology was undertaken during November 2014 by Ernst & Young, the Harbour Trust's internal audit providers and the recommendations from that report have been fully implemented.

The Trust RESOLVED:

For the financial year ended 30 June 2015, 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: L McLeay

Seconded: P Braxton-Smith

Review of Delegations

Mr Bailey advised that the delegations are reviewed at least annually to ensure that the instruments are up-to-date. The delegations have been updated to accommodate additional delegations to cover delegate absences as well as title changes.

The Trust RESOLVED to:

- 1) revoke the following Instrument of Delegations:
 - Instrument of Financial Delegation No.7 of 2014
 - Instrument of Delegation No.5 of 2012
- 2) authorise the acting Chair to sign Instrument of Financial Delegation No.1 of 2015 and Instrument of Delegation No.2 of 2015, on behalf of the Trust.

Moved: R Jeffs

Seconded: J Hay

The acting Chair signed the two Instruments of Delegation referred to above.

Accountable Authority Instructions

The report was to provide an update to Trustees on the current implementation of the *Public Governance, Performance and Accountability (PGPA) Act* in relation to Accountable Authority Instructions.

The Trust RESOLVED to approve the Accountable Authority Instructions.

Moved: R Jeffs

Seconded: P Braxton-Smith

5) Draft Annual Report 2014-15 (Agenda Item 5)

The report was taken as read.

Ms Braxton-Smith advised changes to her CV.

There was discussion of aspects of the draft report.

Amendments were made and noted.

The Trust RESOLVED to approve the draft Annual Report 2014-15 with amendments as discussed and agreed.

Moved: L McLeay

Seconded: R Jeffs

Mr McLeay left the meeting at 11.25am.

As there was no longer a quorum, Matters for Information on the Agenda were considered.

6) Community Advisory Committee Update Report (Agenda Item 7)

The report was noted.

Notes from the Community Advisory Committee (CAC) meeting held on 8 September 2015 will be circulated to all members.

Membership of the CAC will be revised and renewed in 2016.

Mr Bailey will report further on the CAC to future Board meetings.

7) Report by the Chair, Audit, Risk and Compliance Committee (Agenda Item 8)

Mr Jeffs informed Trustees of the Committee's recommendations throughout the Board meeting.

Minutes from the AR&CC meeting held on 23 June 2015 were made available to Trustees at the meeting.

8) Executive Director's Report (Agenda Item 9)

The report was noted.

Mr Bailey advised Trustees that Dr Susan Culverston has been appointed Deputy Executive Director of the Sydney Harbour Federation Trust. Trustees congratulated Dr Culverston on her appointment.

The exhibition by Nick Hollo had been very successful with Nick having made a considerable donation to the Conservancy as a result.

Grant applications have been made by the Conservancy as a not-for-profit organisation. The outcomes have yet to be advised.

Josephine Cashman joined the meeting by teleconference at 12.15pm.

The meeting was reconvened as a quorum was now present. Discussion of the Reconciliation Action Plan had been deferred until Ms Cashman was able to join the meeting.

9) Reconciliation Action Plan Update (RAP) (Agenda Item 6)

Ms Cashman advised Trustees that she felt the Trust could achieve more when it reviewed and updated its RAP. A workshop of local indigenous and non-indigenous attendees could be held to discuss options under the new RAP. There was discussion about how the Trust could set and achieve its RAP goals. Expenses in relation to the workshop would need to be included in the 2016-17 Budget.

Mr Bailey advised that he had not heard back from Justin Mohamed, CEO of Reconciliation Australia. It was suggested that Mr Mohamed could be invited to the December Board meeting.

Mr Bailey advised that the current RAP had been put together with the assistance of former Trustee, Dr Elsie Heiss. The RAP had been approved by the Board and the Harbour Trust was working in accordance with it.

Ms Cashman suggested that a subcommittee could be formed to manage a workshop to review the RAP. Trustees were of the opinion that the Terms of Reference and Procedure for such a subcommittee would need to go to the Board for consideration.

The Trust RESOLVED to ask Mr Bailey to present a paper at the December Board meeting. The report would propose the next steps to be taken in regard to the RAP and would include a timeline of events.

Moved: R Jeffs

Seconded: J Hay

Ms Cashman left the meeting at 12.30pm

10) Work Health and Safety Report (Agenda Item 10)

The report was noted.

Other Business

Correspondence

The following correspondence was tabled:

- Letter to Mr Nick Hollo former Deputy Executive Director of the Sydney Harbour Federation Trust from Mr Kevin McCann, Chair on behalf of the Trust, thanking Mr Hollo for his contribution to the Sydney Harbour Federation Trust.
- Reply from Mr Hollo to the above letter.
- Email from Headland Preservation Group regarding the survey undertaken by Mosman Council concerning the proposal for artificial turf at Middle Head Oval and Georges Heights Oval.

Media Coverage

Copies of media releases and articles regarding the Sydney Harbour Federation Trust made since the last Board meeting.

There being no further business, the meeting closed at 12.40pm.