



SYDNEY HARBOUR FEDERATION TRUST

170th MEETING OF THE TRUST

Meeting in Private held in the
Sydney Harbour Federation Trust Boardroom, Mosman and via videoconference

Tuesday 14 February 2024 at 9.30am – 1.00pm

MINUTES

True & Correct (Abridged) Record of the 170th Meeting of the Trust
(private and confidential information has been removed where indicated)

Prof. Tim Entwisle, Chair



Minutes of the 170th meeting of the Sydney Harbour Federation Trust held on Tuesday 14 February 2024.

Present

Prof. Tim Entwisle	Chair
Ms Alison Page	Deputy Chair
Mr Terry Bailey*	Member
Ms Chantelle Fornari (<i>partial attendance</i>)	Member
Prof. the Hon. Pru Goward AO	Member
Ms Alex O'Mara	Member

* Attended via videoconference

Apologies

Ms Ann Sherry AO	Member
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In Attendance

Ms Janet Carding	Executive Director
Mr Graham Izod (<i>partial attendance</i>)	Director Assets and Parklands
Ms Bernadette Or (<i>partial attendance</i>)	Chief Operating and Financial Officer
Mr Daniel Sealey (<i>partial attendance</i>)	Director Planning
Ms Rosemary Southcombe	Secretariat

The meeting commenced at 9.30am and was held in private due to confidential matters on the agenda. The meeting was held in person and via videoconference.

1. Welcome (Agenda Item 1)

The Chair, Prof. Tim Entwisle, 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.

a) Apologies

Ms Ann Sherry AO

b) Declarations of Interest

The following updates were provided at the meeting:

- Ms Alex O'Mara – add: Science Advisory Council UNSW

Members of the Trust were requested to advise if any declarations of interest are required prior to each meeting and, if necessary, during the meeting.

2. Action Items from previous Meetings of the Trust (Agenda Item 2)

All action items from previous meetings have been completed, are in progress or will be discussed at this meeting.

The Members of the Trust:-

- NOTED the action items from previous Meetings of the Trust.

3. Starred Items | Items to be unstarred / Resolution to note starred items which will not be discussed at the meeting (Agenda Item 3)

A new 'starred' system has been introduced for Meetings of the Trust whereby agenda items for noting that do not necessarily require discussion at the meeting are marked with a star. Starred items will be taken as read and noted accordingly. Members of the Trust can request prior to or during the meeting that an item be unstarred to enable discussion about the item.

There was a request that the WHS Quarterly report be unstarred for discussion (see Agenda Item 14); all other starred items were noted as recommended.

4. Chair's verbal report

The Chair advised that the two upcoming vacancies on the Trust would be advertised shortly, and copies of the advertisements and support material would be circulated once available.

The new format and content of the Executive Director's Report was acknowledged, and the Chair reported it had been received positively by Members of the Trust.

Items to be included in the forthcoming Strategy Day were discussed.

The Members of the Trust:-

- NOTED the Chair's verbal report.

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

The Executive Director's report was taken as read.

There was a brief discussion about the Commonwealth Government's policy to achieve net zero greenhouse gas emissions by 2030. In keeping with that policy, the Harbour Trust is required to have a plan in place by 30 June 2024. Whilst an important discussion, this plan is a relatively modest piece of work for the Harbour Trust as it relates only to its own operations, not for tenanted space, but the initial work will provide a direction for potential discussions.

The Harbour Trust is currently in the process of seeking a consultant to assist with the preparation of the plan. It was suggested that the issue also be taken to the First Nations Advisory Group for discussion, which the Executive Director was comfortable to do.

The Members of the Trust:-

- NOTED the Executive Director's report.

6. Staging and Priorities for Delivery at Middle Head / Gubbuh Gubbuh

Mr Sealey, Director Planning, was in attendance for this agenda item.

After an extensive process of consultation, public exhibition and amendments which considered the consultation outcomes, the Middle Head / Gubbuh Gubbuh master plan was formally endorsed by the Members of the Trust at their December 2023 meeting.

The report prepared for this agenda item requested that the Members of the Trust review forward planning and modelling of delivery staging and provide guidance on the preferred staging model which most appropriately delivers the funded portion of the Middle Head / Gubbuh Gubbuh master plan vision.

Ms Carding and Mr Sealey presented four modelling options for Stage 1 of the implementation of the master plan. These models have been developed illustrating multiple options for prioritisation of work

packages within the initial stage, with varying levels of investment in essential services, interpretation, creation of public domain and footpaths, bus turning anticipating the opening of an Environmental Education Centre and need to reduce bus traffic through the site, and fit-out works to enable buildings to be leased. It was noted that with the funding available the initial works could achieve significant but partial delivery of c. 25% of the master plan.

All of the models assume the complete removal of the timber barracks, except for model 4 which retains and rebuilds one building.

The budgetary impacts of each model were outlined in the report.

Following discussion it was agreed Models 1 and 4 were not preferred options and would not be considered further.

The Members of the Trust requested that Management undertake further analysis to determine the viability of Models 2 and 3 and put together a matrix showing how much community benefit and revenue they could generate, and in comparison with other sites. By prioritising public domain, interpretation, revenue generation and/or community use, the chosen model for the site would make a statement about the Harbour Trust and what it represents.

The Department of Education's (DoE) proposed Environmental Education Centre and whether it could be located on the Harbour Trust site needs to be further considered, once DoE has completed their current consultation and advised the Harbour Trust of their plans.

It was agreed that work will continue on planning 'no regrets' work for the site while models 2 and 3 continue to be considered.

The Members of the Trust:-

- NOTED the investigations completed to understand the benefits, and funding constraints between the Staging Models presented.
- AGREED Models 1 and 4 would not be considered any further.
- REQUESTED Management to prepare a matrix showing the viability (social; environmental; economic; etc.) of the two models within a bigger context (i.e. as compared with other Harbour Trust sites).

7. Snapper Island Update (Agenda Item 7)

Mr Sealey, Director Planning, was in attendance and spoke to the report prepared for this agenda item.

CONFIDENTIAL DISCUSSION

The Department of Climate Change, Energy and the Environment has suggested that there is an opportunity for the Department of Finance (Finance) and the Harbour Trust to prepare a joint proposal for funding for both Cockatoo Island / Wareamah and Snapper Island. It was noted that the Cockatoo Island / Wareamah draft master plan currently does not mention Snapper Island which would be addressed prior to recommending finalisation.

Following discussion, the Members of the Trust confirmed their support for Management to further explore the option of the transfer of Snapper Island as part of the upcoming proposal for investment in the Cockatoo Island / Wareamah master plan, as there are synergies with the larger island and the potential for it to be managed as a satellite experience for visitors.

The Members of the Trust agreed that any transfer of Snapper Island would need to be accompanied by sufficient funding to enable remediation of contamination, repairs, together with ongoing maintenance and management of the site. The Harbour Trust would need to consider the nature of

any funding that came with the transfer, and whether it would enable sustainable management or set up a liability leading to a requirement for more funding in the future.

The Members of the Trust are comfortable for Management to proceed with further discussions with Finance and to undertake the proposed feasibility studies to enable the Harbour Trust to confirm costings.

On a separate issue, the Harbour Trust has been approached by the owner of a small passenger ferry, *Fitzroy*, built on Cockatoo Island in 1928 and operated from the island until 1963. The owner has restored the vessel and has offered to sell it to the Harbour Trust. Ms Carding has met the owner and has seen the vessel which is currently at Church Point. Prior to any decision about whether or not to purchase the vessel, the Harbour Trust will contact the Australian National Maritime Museum to see if they can recommend an expert to inspect the vessel and provide advice on its current state and potential for use.

The Members of the Trust:-

- NOTED the Snapper Island Update report.
- NOTED the option to undertake some initial studies for Snapper Island and to include a short section in the Cockatoo Island / Wareamah master plan as part of its finalisation.

8. SES Staff – Variation to contacts and proposed salary increase (Agenda Item 9)

This agenda item was discussed *in camera*. There were no staff members in attendance for this agenda item.

In principle it was agreed that Executive staff should receive the same annual salary adjustments as other staff covered by the Enterprise Agreement, during the period covered by the latter, as long as their performance met agreed standards.

In particular, the Members of the Trust:-

- APPROVED the following recommendations:
 - 11.2% salary increase over 3 years (4% year 1, 3.8% year 2, 3.4% year 3) for 3 x SES staff: Director Marketing and Visitor Experience; Director Assets and Parklands; and Chief Operations and Financial Officer.
 - In principle a 4% increase for the Executive Director, and to seek advice from the remuneration tribunal to confirm.
 - The commencement of the 11.2% pay increase over 3 years to align with the commencement dates of the non-SES staff pay increases, including backpay from 25 October 2023.
 - Contracts for the Executive Director and SES staff are to be varied to align the provisions with the new Enterprise Agreement due to be implemented in March 2024.
 - The Chair to agree variation of the contract with the Executive Director to address previous advice received by the Remuneration Tribunal, including regarding bonus provisions.

9. North Head Sanctuary Master Plan – Adoption (Agenda Item 8)

The Harbour Trust publicly exhibited the Draft Master Plan for North Head Sanctuary from 19 September to 31 October 2023. An overview of community feedback was reported at the December 2023 Meeting of the Trust.

All submissions, together with feedback from individual meetings, stakeholder group meetings and advisory groups have been considered in the preparation of the Master Plan recommended for adoption.

As foreshadowed at the December Meeting of the Trust, given the broad community support for the Draft Master Plan, no substantive post-exhibition changes are proposed to the Plan, however some minor editing and clarifications are recommended to improve readability of the document, and take on board a number of specific comments made by submitters.

The revised Master Plan incorporating post-exhibition changes was included with the report for this agenda item.

Following the adoption of the Master Plan, if a proposal for investment by Government is successful, the Harbour Trust would prepare detailed development applications, and major components will be publicly exhibited for community feedback. Any proposals that have the potential to pose a significant impact on the environment or heritage values may be referred to the Minister for consideration under the *Environment Protection and Biodiversity Conservation Act 1999*.

The Members of the Trust:-

- NOTED that minor post-exhibition changes (editing and clarifications) are recommended to improve readability of the Master Plan.
- AGREED to adopt the Master Plan with the recommended post-exhibition changes.

10. Delegations Update (Agenda Item 10)

Ms Or, Chief Operations and Financial Officer, was in attendance and spoke to the report prepared for this agenda item.

The instrument of financial delegations was last updated in October 2022, to respond to changes in the organisation chart and corporate processes at that time.

Since then, further changes are required to reflect updates in the organisation chart and include revisions to provide greater operational flexibility/efficiency without altering the legislative intent of the Act or materially altering the Harbour Trust's risk profile.

The Members of the Trust queried if it would be possible to further streamline approvals when an amount exceeds the Executive Director's threshold. Acknowledging that approvals can be brought forward as part of the budget process, Ms Or will consider whether it is possible to set up a bandwidth to work within during the year.

The Members of the Trust:-

- APPROVED the replacement of the *Instrument of Financial Delegation No 1 of 2022 with Instrument of Financial Delegation No.1 of 2024*; and
- APPROVED that the Chair signs the front page of the *Financial Delegation No.1 of 2024* to revoke the previous and replace with that proposed.

11. Procurement Policy Review (Agenda Item 11)

Ms Or, Chief Operations and Financial Officer, was in attendance and spoke to the report prepared for this agenda item.

The Harbour Trust's current Procurement Policy was last approved by the Members of the Trust in 2021. Since then, the Harbour Trust gained an additional \$45m in the May 2023 Federal Budget and it is possible that additional Commonwealth Funding will be made available for future projects.

To improve efficiency and effectiveness in the Harbour Trust's procurement activities whilst balancing the need for compliance with the Commonwealth Procurement Rules (CPRs) and the *Public Governance, Performance and Accountability (PGPA) Act*, the Executives reviewed the current policy and propose some changes. The changes proposed include closer alignment with the CPRs, higher

thresholds (which are within the delegated powers under the *Sydney Harbour Federation Trust Act 2001*) and a new section for managing variations for existing contracts.

There was discussion as to whether the Harbour Trust has an Indigenous Procurement Policy, which it does, noting it was prepared some time ago. It was agreed to take the policy to the First Nations Advisory Group for discussion and review.

The Members of the Trust:-

- APPROVED the amended Procurement Policy (dated February 2024).

12. Finance Report (Agenda Item 13)

The report prepared for this agenda item was taken as read. No discussion was required for this agenda item.

The Members of the Trust:-

- NOTED the Finance Report.

13. WHS Quarterly Report (Agenda Item 14)

Following discussion about the WHS Quarterly Report, it was agreed that the most significant issues contained in the report be brought forward and highlighted in an executive summary.

There was particular interest in Lost Time Injuries (LTI) and it was suggested that showing a comparison to identify if there are trends would be helpful. It was agreed that information from this report would be circulated to the Members out of session.

There was also interest shown in the psychosocial incidents reported, both of which related to ICT issues. Ms Carding advised that as the Harbour Trust's ICT is hosted by the Department of Agriculture, Fisheries and Forestry (DAFF), there are times when staff experience frustration when they feel DAFF's security protocols are interfering with their ability to perform their work. Management is currently looking at how to manage staff members' expectations, with our current ICT arrangements – noting the stringent cybersecurity arrangements in place.

The issue of the 'Respect at Work' initiative was raised in the context of the recent AICD Guidelines on the positive duty to prevent workplace sexual harassment. It was confirmed at the meeting that the requirement to have a policy in place by March 2024 relates to NSW public service workplaces and not to Commonwealth departments and agencies.

The Members of the Trust:-

- NOTED the WHS Quarterly Report for the period ended 31 December 2023.
- REQUESTED that future WHS reports highlight the most significant issues in the executive summary; and that LTI data is provided in a format that allows a comparison to see if there are trends.

14. Major Projects Report (Agenda Item 15)

The report prepared for this agenda item was taken as read. No discussion was required for this agenda item.

The Members of the Trust:-

- NOTED the Major Projects Report.

15. Strategic Fundraising Assessment (Agenda Item 16)

The report prepared for this agenda item (and covering paper sent in the form of an email from Ms Carding on 13 February 2024) was taken as read. No discussion was required for this agenda item.

The Members of the Trust:-

- NOTED the Strategic Fundraising Assessment

16. Site Dashboards (Agenda Item 17)

The report prepared for this agenda item was taken as read. No discussion was required for this agenda item.

The Members of the Trust:-

- NOTED the Site Dashboards for quarter 2.

17. Meeting Planner 2024 (Agenda Item 18)

The Meeting Planner prepared for this agenda item was taken as read. No discussion was required for this agenda item.

The Members of the Trust:-

- NOTED the Meeting Planner for 2024.

18. *In camera* session (Agenda Item 19)

The Members of the Trust held an *in camera* session earlier in the meeting (see Agenda Item 9).

19. Trust Member Representation on Committees (Agenda Item 12)

The report prepared for this agenda item requested that Members of the Trust review and approve proposed Trust representation on committees.

The Chair, Ms O'Mara and Mr Bailey agreed to attend the Community Advisory Committee (CAC) meeting scheduled for 21 February 2024. It was agreed to review ongoing attendance at the CAC after the vacancies on the Trust are filled.

The Chair advised he had asked Ms Page if she would be willing to take on the role of Deputy Chair and Ms Page has agreed to do so.

The Harbour Trust's Finance and Risk Committee is currently in abeyance and it was agreed that it was not currently necessary for this committee to meet on a regular basis. The committee can be reconvened as required to assist with specific projects. As an interim arrangement, the Chair nominated himself, Ms O'Mara and Ms Sherry to form the committee as required, with Terms of Reference to be reviewed after Ms O'Mara familiarises herself with the scope of the DCCEEW Audit Committee.

Ms O'Mara has agreed to represent the Trust at the Department of Climate Change, Energy, the Environment and Water (DCCEEW) Audit Committee meetings. These meetings are held online and the Trust representative is not a member of the committee but instead is an observer.

The Chair thanked Ms Goward whose term as a Member of the Trust will end on 17 March 2024. Ms Goward remarked that it had been a privilege to be a Member of the Trust and that she would like to keep in touch with Members and the Harbour Trust.



The Members of the Trust:-

- APPROVED Ms Alexandra O'Mara as the Trust representative to observe at DCCEEW Audit Committee meetings;
- NOTED that the Finance & Risk Committee is currently in abeyance as a formal committee, and its terms of reference and ongoing membership will be reviewed over coming months;
- NOTED that longer-term Trust representation at the Community Advisory Committee is to be finalised, with Ms Alexandra O'Mara and Tim Entwisle (online) attending the next meeting;
- NOTED that Ms Chantelle Fornari will continue to chair the Tenant Selection Committee; and
- NOTED that Ms Alison Page will continue to chair the First Nations Advisory Group, and has accepted an invitation to serve as Deputy Chair of the Trust.

Meeting closed at 12.27pm.