
Board Of Directors - Chief Executive Officer Report

Submitted By: Jenelle Henry
Position: Chief Executive Officer
Meeting Date: Thursday, 15 February 2024

1. Headway Team

Welcome back for the year of 2024, I think this will be a very different year given all the recommendations announced early December from the NDIS review it is anticipated that these will unfold during the course of the year. We are looking forward to understanding more about the upcoming changes and the of the proposed timeframes.

The team is stable with no changes despite all the changes swirling around in the industry everyone is sitting tight at the moment.

2. Financials

Although tracking well, I don't think we are going to get the results we are hoping for this year (due to the impact of Support Coordination recruitment and our Plan Management rules) although the year is most likely to end up a little better than last year and a small surplus should be realised despite the enormous increases in Workcover premiums. Last year approx. 80k this year 140k.

The December financials have overspends in the following areas:

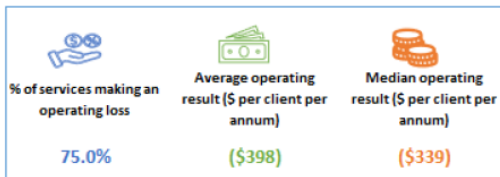
- Repairs and maintenance at the Drouin office due to rectifying some OHS requirements such as poor lighting and the back deck needing repair (reported as a hazard).
- Recruitment is overspent due to our failed attempts to attract Support Coordinators, at the end of last year we decided we would reduce the amount of Support Coordination participants, cease further recruitment attempts and adjust the budget accordingly to reflect our inability to service the participants that we had.

Our decision to do this may have been the best decision moving forward with the recommendations provided by the NDIS review flagging that support coordination is unlikely to stay in its current format with a new path called navigators being suggested which would sit with the agency, although at this time no time frames have been given.

Board Of Directors - Chief Executive Officer Report

Support Coordination

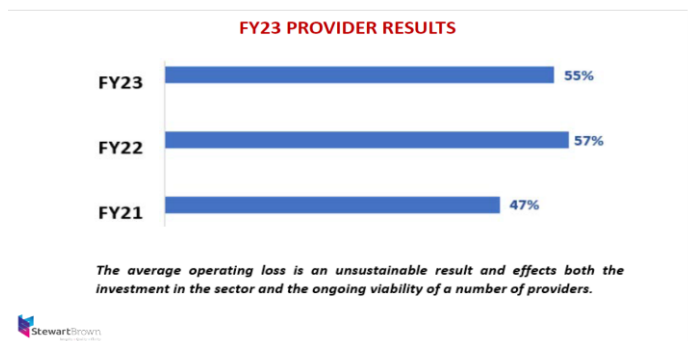
When assessing the results of Support Coordination, it is important to consider the potential impact of the NDIS review, which includes a planned five-year restructuring period for this service.



The current losses are driven by the high direct staff costs as a percentage of total revenue and high overheads as a percentage of total revenue.

Excerpt from Disability Services Financial Benchmark Report FY 23 @2023 Stewart Brown

What is clear from the report is that all organisations will have to have some sort of registration and the word is that a lot of independent non-accredited organisations will simply not have the skills, expertise, or CRM capabilities to meet this requirement and it is suggested that this will be the first of the recommendations implement so this may be good news for Headway.



Excerpt from Disability Services Financial Benchmark Report FY 23 @2023 Stewart Brown

3. Incidents/Complaints/Quality & Safeguarding

One incident report in lodged in the Quality & Safeguarding Commission portal during this reporting period. This was the death of a participant. We provided Support Coordination for this participant, all direct services were provided by another agency.

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4. General Updates

DSC has brought forward its yearly conference from mid-year to March this is in line with the growing concerns from providers around the changes recommended in the report that was released in early December. Wendy and I will both be attending this two-day conference in Sydney in late March. We hope from this to hear the thoughts and concerns, hopes and possibilities from other providers.

Although this report has 26 recommendations and 139 supporting actions. The main issues within this report are the changes to Support Coordination and Plan Management for Headway.

Jenelle Henry
Chief Executive Officer

BOARD OF DIRECTORS

Bi-Monthly Meeting

Minutes

Meeting:	Board of Directors	Date:	Thursday, 30 November 2023
Meeting No.:	6/2023	Time:	5.45pm
Chair:	Phil Drummond	Venue:	The Courthouse, Warragul

Members In Attendance:

Phil Drummond	Board Director/Chair
Leisa Harper	Board Director/Secretary
Edwin Vandenberg	Board Director
Emma Vandenberg	Board Director
Gary Dore	Board Director
Marianne Fontaine	Board Director

Apologies:

Robyn George	Board Director/Treasurer
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In Attendance:

Jenelle Henry	Chief Executive Officer
Lora Moulton	Executive Assistant

Agenda No.	Subject
1.	<p>Acknowledgement</p> <p>I acknowledge the traditional custodians of the land we are meeting on today, the Gunnai Kurnai people, and pay my respects to their Elders, past present and emerging.</p>
2.	<p>Appointment Of Positions</p> <p>Time Keeper: Lora Moulton Minute Taker: Lora Moulton</p>

BOARD OF DIRECTORS
Bi-Monthly Meeting
Minutes

Agenda No.	Subject
3.	<p>Declaration Of Conflict Of Interest</p> <p>Nil</p>
4.	<p>Confirmation Of Previous Minutes</p> <p>Motion: That the minutes of the previous meeting, held on Thursday, 19 October 2023, be accepted.</p> <p>Moved: Leisa Harper</p> <p>Seconded: Phil Drummond</p>
5.	<p>Matters For Board Discussion & Decision</p> <p><u>5.1 Action List Review</u> Items on the Action List were reviewed and discussed.</p> <p><u>Appendix 5a</u></p> <p>Motion: n/a</p> <p>Moved: Edwin Vandenberg</p> <p>Seconded: Marianne Fontaine</p> <p><u>5.2 Risk Register</u> Gary Dore spoke about where we are in our journey with this. Jenelle and Gary have chatted and will work together in order to align our practices with Australian standards. During this period, any ongoing work by others on this matter should be temporarily halted.</p> <p><u>5.3 Risk Management</u> Discussed above.</p> <p><u>5.4 Directors Portal</u> Preference for an online accessible space discussed. Previous challenges were acknowledged, and our IT and website providers are actively working on new and improved options.</p>

BOARD OF DIRECTORS

Bi-Monthly Meeting

Minutes

Agenda No.	Subject
	<p data-bbox="288 595 611 629"><u>5.5 2024 Calendar</u></p> <p data-bbox="288 640 469 674">Appendix 5c</p> <p data-bbox="288 685 1471 936">The format of meetings for 2024 was discussed, including where the importance of meetings lies (whether in building relationships, facilitating discussions, or choosing locations). Difficulties were raised about coordinating commitments given the diverse geographical locations of Board members and time constraints. A decision was reached to alternate meeting locations between the Morwell office and The Courthouse restaurant in Warragul. Microsoft Teams attendance remains an option.</p> <p data-bbox="288 947 1471 1021">Addition of darker teal colour represents meeting dates which are in addition to the regular bi-monthly meetings.</p> <p data-bbox="288 1032 1471 1189">Action: Lora to add a column to the 2024 Calendar to specify location of meetings. Lora to change the date of the Dec-24 meeting to 28-Nov-23. Lora to arrange catering for future meetings at the Morwell office.</p> <p data-bbox="288 1245 711 1279"><u>5.6 Committee Structures</u></p> <p data-bbox="288 1290 879 1323">Few things that need additional attention:</p> <ul data-bbox="288 1335 1471 1563" style="list-style-type: none"> <li data-bbox="288 1335 1471 1447">• Establishment of sub committees to free up time at Board meetings, therefore not taking up excess time for those that don't have it available and utilise knowledge and experience of employees. <li data-bbox="288 1458 1471 1563">• Subcommittees would comprise 2 to 3 Board members and meet 2 to 4 times a year. This structure aims to streamline discussions and manage time commitments effectively. <p data-bbox="288 1574 1054 1608">Resolution, to establish the following sub-committees:</p> <ul data-bbox="288 1619 983 1921" style="list-style-type: none"> <li data-bbox="288 1619 983 1787">• Risk & Audit committees Gary (chair), focusing initially on risk Edwin Phil <li data-bbox="288 1798 983 1921">• Governance, Nominations & Remuneration Leisa, (chair) Phil <p data-bbox="288 1933 1350 2007">Any Board member is welcome to attend subcommittee meetings, with the potential to hold these additional meetings online.</p> <p data-bbox="288 2018 1422 2089">Expecting to have received reviews from NDIS by Mar-23, these will impact our decision making.</p>

BOARD OF DIRECTORS
Bi-Monthly Meeting
Minutes

Agenda No.	Subject
	<p>Motion: n/a Moved: Leisa Harper Seconded: Gary Dore No objections. Concerns about increased workload these committees will create for Jenelle and Lora were discussed. Both Strategic & Business Plans, being outdated, need revisiting in the new year. A consultant will be engaged, and dates will be locked in. Sub committees to decide on meeting frequency, once we now more about the constitution rewrite. Motion: n/a Moved: Gary Dore Seconded: Edwin Vandenberg No objections.</p> <p><u>5.7 Review of Constitution</u> Plans for engaging a professional for constitutional changes was raised. Action: Jenelle to liaise with Jenny from Not For Profit Training.</p> <p><u>5.8 Emergency & Disaster Management Plan</u> Suggested actual names be removed from document and refer to titles/positions only. All agreed to adopt this change. Motion: n/a Moved: Gary Dore Seconded: Leisa Harper</p> <p><u>5.9 Board Skills Matrix</u> Brief discussion, some Board members still to complete. Action: Lora to resend the document to those that are still to complete it.</p> <p><u>5.10 Board Evaluation</u> Concerns were raised about the document's size and complexity. A possibility of consulting ARCD was discussed. Edwin and Leisa will provide sample documents. This will satisfy our auditor that we have completed an evaluation and can improve on it going forward if needed.</p>

BOARD OF DIRECTORS
Bi-Monthly Meeting
Minutes

Agenda No.	Subject
	<p>Action: Leisa/Edwin to provide samples. Lora to format and distribute new document to Board members for completion.</p> <p><u>5.11 Welshpool Property</u> Respond to letter, via B D Legal, requesting Shirley respond with a definite date, prior to January, to be in the context of the property being used for those with disabilities. Jenelle and Phil to attend once meeting confirmed.</p> <p>Action: Jenelle to organise response to letter with B D Legal.</p>
6.	<p>CEO Report</p> <p><u>6.1 Report</u> <i>Report</i></p> <p>Appendix 6a The NDIS Review and its potential impact on our ability to deliver more than one service to each participant were discussed. Plans to redo our constitution and strategic plan will position us well to navigate changes.</p> <p><i>Brevity Reporting</i></p> <p>Appendix 6a i Unsure why these have dropped in Sep-23, unfortunately they will drop again in Dec-23/Jan-24.</p> <p>Motion: That the CEO Report be accepted. Moved: Leisa Harper Seconded: Phil Drummond</p>
7.	<p>Financial Report</p> <p><u>7.1 Balance Sheet</u></p> <p>Appendix 7a September 2023</p> <p>Appendix 7b October 2023</p>

BOARD OF DIRECTORS
Bi-Monthly Meeting
Minutes

Agenda No.	Subject
	<p><u>7.2 Profit & Loss</u> Language change adopted, replacing "profit and loss" with "surplus and deficit." <u>Appendix 7c</u> September 2023 <u>Appendix 7d</u> October 2023 Motion: That the Financial Report be accepted. Moved: Phil Drummond Seconded: Marianne Fontaine</p>
8.	<p>Other Business</p> <p><u>8.1 Christmas Party invitation</u> <u>Appendix 8a</u> The Board agreed that the organisation should cover the cost of the Christmas lunch for marketing purposes. Raffle prizes and additional ideas for giveaways were discussed.</p> <p><u>8.2 In-Camera</u></p> <ul style="list-style-type: none"> • CPI • Staff bonuses <p>(Note: CEO and Minute Taker left for in-camera session)</p>
9.	<p>Board Correspondence</p> <p>Nil</p>
10.	<p>Next Board Meeting</p> <p>Date: Thursday, 15 February 2024 Time: 5.30pm Venue: Boardroom, Morwell office</p>

BOARD OF DIRECTORS
Bi-Monthly Meeting
Minutes

Meeting Closed	
Date:	Thursday, 30 November 2023
Time:	8.40pm
Chair:	Phil Drummond
Signature:	
Date signed:	

Terms of Reference for Audit & Risk Committee

1. Role, Purpose & Responsibilities

The Audit & Risk Committee oversees all matters concerning:

- The integrity of Headway's financial statements and financial reporting systems;
- The external auditor's qualifications, performance, independence and fees;
- Oversight and performance of the internal audit function, if applicable;
- Headway's compliance with financial reporting and related regulatory requirements;
- Risk management.

The Committee reviews, assesses and makes recommendations to the Board on:

- Any significant estimates and judgements in financial reports, and monitors the methods used to account for unusual transactions;
- The processes used to monitor and comply with laws, regulations and other requirements relating to external reporting of financial and non-financial information;
- The major financial risk exposures;
- Risk appetite, risk policy and risk management framework;
- Strategic risk management plan;
- Workplace health & safety;
- The effectiveness of management's control of risks;
- Oversees the development and ongoing review of key policies that support our framework for managing risk.

Any matters pertaining to the key items above, should be approved, or at a minimum, be provided as information to the Audit & Risk Committee before it is presented to the Board for action.

The committee must conduct regular discussions with:

- The CEO and key finance staff;
- The external auditor concerning the annual audit and any significant findings and managements response to them;
- The external auditor without management being present at each meeting;
- Management and the external auditor concerning the annual financial statements;
- Management and the external auditor regarding any correspondence with regulators or government agencies, and reports that raise issues fo a material nature; and
- Headway's legal advisors regarding any matters that may have a material impact on the financial statements and/or our compliance with financial reporting and related regulatory policies.

2. Scope of Authority, extent of power and decision making abilities

- The Board is not bound by any committee decisions.
- The Committee should not make any determinations regarding its policy advice and recommendations to the Board without prior consultation with the CEO.

3. Membership requirements and procedure for attendance by non-committee members

- The Board will appoint a minimum of three members to the committee based on individual insights, skills and expertise.
- The committee may nominate individuals to be co-opted as additional members with suitable expertise to assist in its work – the Board shall provide the approval for the appointment of co-opted members.
- The chair of the Audit & Risk Committee shall be a Board director who is not the chair of the Board.
- The Audit & Risk Committee shall have a majority of its members as Board members.

4. Conduct of Meetings

- A quorum for the committee shall be one half of the membership.
- Committee members must declare any actual or perceived conflicts of interest in any matter before the committee. Conflicts of interest must be dealt with accordance with the Board's Conflict of Interest policy.
- The Committee should consult with the Board chair, if appropriate, in relation to any conflict of interest matters.

5. Frequency of Meetings

- The Audit & Risk Committee is to meet 4 times per year and as required.

6. Terms of Access to Internal and External Advice and Resources

- The CEO is to arrange for advice, information and reports and comment as required by the Committee to undertake its role
- Advice from the executive management team is also available as well as advice from any other internal specialists
- Advice from external specialists, including legal advice, will be provided as required to assist the Committee in its role
- All Committee papers are to be regarded as confidential documents. Disclosure of these documents or their contents to external parties must not occur without Board approval.
- Committee members are expected to be mindful of commercial in confidence, privacy and confidentiality considerations in exercising their role.

7. Requirements for Reporting to the Board

- The Committee Chair shall be responsible for the preparation of reports to the Board in the form of Committee minutes from the previous meeting
- The Committee is to provide a report to every Board meeting detailing the Committee's activities, advice and any recommendations for the Board's endorsement or approval
- The Committee must report both majority decisions as well as any dissenting, or minority views to the Board in relating to its advice and recommendations
- All Committee papers including agendas, minutes, reports, discussion papers and data reports shall be considered as working papers of the Board and should not normally be tabled at a Board meeting but must be available to review by any Board member on request

8. Powers of Committee Chair

- The Board appoints the Chair of the Committee
- The Committee Chair shall determine the frequency and method of each committee meeting
- The Committee Chair shall determine the agendas and the Business program for the Committee in consultation with the Committee members
- The Committee Chair shall be responsible for the effective conduct of the meetings

9. The Tenure of the Committee

- The Committee is a standing Board Committee
- The Board reviews the composition of its committees on an annual basis

Terms of Reference for Governance Committee

1. Role, Purpose and Responsibilities

The Governance Committee oversees all matters relating to:

i) **Corporate Governance**

The Committee oversees all matters concerning:

- Conduct of Board meetings
- Secretarial support provided to the Board and its Committees
- Member engagement and member governance issues
- Governance and ethics issues arising from the Board, management and members; and
- Review of the constitution and key governance instruments

ii) **Remuneration**

The Committee is responsible for the review, oversight and reporting to the Board on:

- Headway's remuneration, recruitment, retention and termination policies
- Superannuation arrangements
- Director expenses

iii) **Nominations**

The Committee oversees all matters relating to:

- Annual evaluation of the performance of the Board, its committees and individual members
- The Board's skills mix/needs
- Board, Committee and CEO succession planning
- Annual Board election process
- Board member recruitment including appointment of new members to the Board
- Development and implementation of induction plans for new Board members and the CEO
- Ongoing education of existing Board members
- Developing eligibility criteria of Board members

iv) **CEO Recruitment**

The Committee has the authority to do the following with the assistance any specialist and administrative expertise:

- Engage an executive recruitment company
- Conduct and review of the salary package of the CEO and prepare a recommendation for the approval of the Board
- Prepare a recruitment budget for Board approval
- Review the CEO's position description for Board approval
- Approve advertising copy in relation to the recruitment of a CEO
- Approve the shortlist of candidates as proposed by the recruitment consultants
- Interview shortlisted candidates

- The Committee has the discretion to apply any additional selection processes it deems appropriate
 - Prepare and recommendation report to the Board
 - Prepare an employment contract for the new CEO to the Board for approval
 - Oversee the new CEOs induction process
- The Chair is to:
 - Conduct negotiations on behalf of the Board
 - Execute the contract on behalf of the Board

v) CEO Performance Appraisal

The Governance Committee will design and oversee the CEO performance appraisal process. The Committee is responsible for:

- Annual performance appraisal including reporting to the Board; and
- Annual evaluation of the performance and effectiveness of the Board, its Committees and its individual members including a review fo the effectiveness of the communication between the Board and the CEO

Any matters pertaining to any of the key matters listed above should be approved, or at a minimum, be provided for information to the Governance Committee prior to being presented to the Board for action.

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- The committee may nominate individuals to be co-opted as additional members with suitable expertise to assist in its work – the Board shall provide the approval for the appointment of co-opted members.
- The chair of the Governance Committee shall be a Board director who is not the chair of the Board.
- The Governance Committee shall have a majority of its members as Board members.

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GOV - Board Matrix Skills



Minimal = 1 Average = 2 Excellent = 3	Dore, Gary	Drummond, Phil	Fontaine, Marianne	George, Robyn	Harper, Leisa	Vandenberg, Edwin	Vandenberg, Emma	
Acquired Brain Injury	Minimal	Average				Average	Minimal	6
Aged Care System	Minimal	Average			Average	Average	Average	9
Board Governance	Average	Excellent			Excellent	Excellent	Minimal	12
Communication & Social Media	Average	Average			Average	Average	Excellent	11
Computers & IT	Average	Average			Excellent	Excellent	Excellent	13
Disability Service Provision	Minimal	Minimal			Minimal	Average	Minimal	6
Finance	Average	Average			Excellent	Excellent	Minimal	11
Fundraising	Average	Average			Average	Average	Excellent	11
Government Funding	Excellent	Average			Average	Average	Average	11
Grant Applications	Excellent	Average			Excellent	Excellent	Average	13
Health System	Minimal	Average			Excellent	Average	Average	10
Human Resources	Average	Excellent			Excellent	Excellent	Minimal	12
Legal	Excellent	Average			Minimal	Average	Minimal	9
Management	Average	Excellent			Excellent	Excellent	Average	13
Marketing	Average	Average			Excellent	Excellent	Average	12
Mental Health	Minimal	Average			Excellent	Minimal	Average	9
NDIS	Minimal	Minimal			Minimal	Average	Average	7
Project Management	Excellent	Average			Excellent	Excellent	Average	13
Someone With ABI	Average	Minimal				Average	Minimal	6
Welfare System	Minimal	Average			Average	Minimal	Average	8

Board Director	Marketing	Legal	Fundraising	ABI	Knowledge of someone with ABI	HR	Management	Finance	Disability Service Provision	Project Management	Govt. Funding	Board Governance	NDIS Knowledge	Communication Social Media	Computers IT	Grant Applications	Health System	Welfare System	Aged Care System	Mental Health Knowledge
Dore, Gary	Average	Excellent	Average	Minimal	Average	Average	Average	Average	Minimal	Excellent	Excellent	Average	Minimal	Average	Average	Excellent	Minimal	Minimal	Minimal	Minimal
Drummond, Phil	Average	Average	Average	Average	Minimal	Excellent	Excellent	Average	Minimal	Average	Average	Excellent	Minimal	Average	Average	Average	Average	Average	Average	Average
Fontaine, Marianne																				
George, Robyn																				
Harper, Leisa	Excellent	Minimal	Average			Excellent	Excellent	Excellent	Minimal	Excellent	Average	Excellent	Minimal	Average	Excellent	Excellent	Excellent	Average	Average	Excellent
Vandenberg, Edwin	Excellent	Average	Average	Average	Average	Excellent	Excellent	Excellent	Average	Excellent	Average	Excellent	Average	Average	Excellent	Excellent	Average	Minimal	Average	Minimal
Vandenberg, Emma	Average	Minimal	Excellent	Minimal	Minimal	Minimal	Average	Minimal	Minimal	Average	Average	Minimal	Average	Excellent	Excellent	Average	Average	Average	Average	Average

Edwin Vandenberg	Emma Vandenberg	Gary Dore	Leisa Harper	Marianne Fontaine	Phil Drummond	Robyn George
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Section 1

1.	The agenda of Board meetings is well planned, so that we are able to get through all necessary Board business.	4	n/a	n/a	4	5	3	
2.	It seems like most Board members come to meetings prepared.	4	n/a	n/a	5	5	2	
3.	We receive written reports to the Board in advance of our meetings.	4	n/a	n/a	4	5	4	
4.	All Board members participate in important board discussions.	4	n/a	n/a	5	5	2	
5.	We do a good job encouraging and dealing with different points of view.	5	n/a	n/a	4	4	5	
6.	We all support the decisions we make.	5	n/a	n/a	5	4	4	
7.	Our Board meetings are always interesting.	3	n/a	n/a	5	4	3	
8.	Our Board meetings are frequently fun.	4	n/a	n/a	4	4	3	
	My Overall Rating	Very good	n/a	n/a	Very good	Excellent	Good	

Questions: 1 - Strongly Disagree, 2 - Disagree, 3 - Neutral, 4 - Agree, 5 - Strongly Agree

Overall Rating: Poor, Satisfactory, Good, Very Good, Excellent

Edwin Vandenberg	Emma Vandenberg	Gary Dore	Leisa Harper	Marianne Fontaine	Phil Drummond	Robyn George
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Section 2

1.	I am aware of what is expected of me as a Board member.	4	n/a	n/a	5	4	4
2.	I have a good record of meeting attendance.	5	n/a	n/a	5	4	5
3.	I read the minutes, reports and other materials in advance of our Board meetings.	4	n/a	n/a	5	5	5
4.	I am familiar with what is in the organisation's Rules Of The Association and governing policies.	4	n/a	n/a	4	4	4
5.	I frequently encourage other Board members to express their opinions at Board meetings.	5	n/a	n/a	4	4	4
6.	I am encouraged by other Board members to express my opinions at Board meetings.	5	n/a	n/a	4	4	4
7.	I am a good listener at Board meetings.	4	n/a	n/a	4	5	4
8.	I follow through on things I have said I would do.	4	n/a	n/a	4	5	4
9.	I maintain the confidentiality of all Board decisions.	5	n/a	n/a	5	5	5
10.	When I have a different opinion than the majority, I raise it.	4	n/a	n/a	5	4	4

Edwin Vandenberg	Emma Vandenberg	Gary Dore	Leisa Harper	Marianne Fontaine	Phil Drummond	Robyn George
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	My Overall Rating	Very good	n/a	n/a	Very good	Excellent	Very good	
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Questions: 1 - Strongly Disagree, 2 - Disagree, 3 - Neutral, 4 - Agree, 5 - Strongly Agree

Overall Rating: Poor, Satisfactory, Good, Very Good, Excellent

Edwin Vandenberg	Emma Vandenberg	Gary Dore	Leisa Harper	Marianne Fontaine	Phil Drummond	Robyn George
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Section 3

1.	The Board has discussed the role and responsibilities of the Chair.	5	n/a	n/a	5	5	2	
2.	The Chair is well prepared for Board meetings.	5	n/a	n/a	5	5	4	
3.	The Chair helps the Board stick to the agenda.	5	n/a	n/a	5	5	4	
4.	The Chair ensures that every Board member has an opportunity to be heard.	4	n/a	n/a	5	5	4	
5.	The Chair is skilled at managing different points of view.	4	n/a	n/a	5	4	4	
6.	The Chair helps the Board work well together.	4	n/a	n/a	5	4	4	
7.	The Chair demonstrates good listening skills.	5	n/a	n/a	5	5	4	
	My Overall Rating	Very good	n/a	n/a	Excellent	Excellent	Very good	

Questions: 1 - Strongly Disagree, 2 - Disagree, 3 - Neutral, 4 - Agree, 5 - Strongly Agree

Overall Rating: Poor, Satisfactory, Good, Very Good, Excellent

Edwin Vandenberg	Emma Vandenberg	Gary Dore	Leisa Harper	Marianne Fontaine	Phil Drummond	Robyn George
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Section 4

Strengths	Please share up to three aspects that you believe exemplify the strengths of our Board.	Assets Financial and budgetary oversight Attitude of the board to keep building an even better organisation	n/a	n/a	Financial information is reviewed with robust questioning and supportive commentary Robust conversations Directors seek to understand and ask good questions	1. Financial stability and oversight 2. Communication 3. United in a common purpose namely improving quality of life and increase opportunities for people living with Acquired brain injuries and/or other disabilities	Members are keen to support people with disabilities and contribute to their community.	
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Edwin Vandenberg	Emma Vandenberg	Gary Dore	Leisa Harper	Marianne Fontaine	Phil Drummond	Robyn George
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<p>Areas For Improvement</p>	<p>The second section invites you to highlight up to three areas where you see opportunities for growth.</p>	<p>Determining an investment strategy in line with organisational strategy to determine the future viability of the organisation into the future.</p>	<p>n/a</p>	<p>n/a</p>	<p>Appreciate the challenges with this- it would be handy to have the papers a little earlier but there may be operational reasons why we don't have them. Only a minor request.</p> <p>Ongoing development of the constitution will enable further opportunities for committees etc</p>	<p>1. Make it more enticing for new board members to join and to have a sitting board member representing clients with ABI at all times.</p> <p>2. Diversification</p> <p>3. Make all areas of governance more transparent</p>	<p>Stronger focus on governance is required. Stronger focus on strategy is required especially given pending changes to the NDIS.</p>	
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31 January 2024

Mrs SM Cowling
18 Taveners Road
JUMBUNNA VIC 3951

Dear Ms Cowling

Property: 24 Pedersen Street, Welshpool VIC 3966

1. We refer to our letter of 19 September 2023 and your response which was received on 6 October 2023.
2. As you have indicated in your letter, the issue of the Property does require further discussion, specifically the intended use of the Property as a respite for Headway clients.
3. In order to facilitate those discussion regarding the future use of the Property, I am instructed to request your attendance at the offices of Headway before the end of February so that the intended use of the Property can get resolved.
4. The Chief Executive Officer and Chair of the Board of Directors are available to meet you on any day and time that is convenient to you in the month of February.
5. Please confirm via reply email a time and day in February so that everyone can diarise the meeting.

Yours faithfully
BDLEGAL



Contact: Richard Bridge
Email: richard.bridge@bdlegal.com.au
Our Ref: 231223
Reply to: Warragul

Lora Moulton

From: Jenelle Henry
Sent: Monday, 12 February 2024 9:20 PM
To: Lora Moulton
Subject: correspondence from Richard to be included

Jenelle

Email/letter sent, requesting a meeting at a time convenient in February.

If there is no response, or a refusal to meet, the board will need to consider how it wishes to deal with the property, with options being:

- (a) transfer back Headway's interest to Shirley;
- (b) applying to VCAT to have the property sold (always ends up litigious);
- (c) leave matters as they are.

Subject to the response, if any, we can workshop the options and determine a strategy.

Jenelle Henry
CEO
Headway Gippsland

16 Sinclair Street | Drouin
PH 5127 7166 / 5625 5220 TF 1800 452 452

Email j.henry@headwaygippsland.org.au
Web www.headwaygippsland.org.au



Supporting people with an Acquired Brain Injury, other disabilities and their families



I acknowledge the traditional custodians of the land we are meeting on today, the Gunai Kurnai people and pay my respects to their Elders past and present.



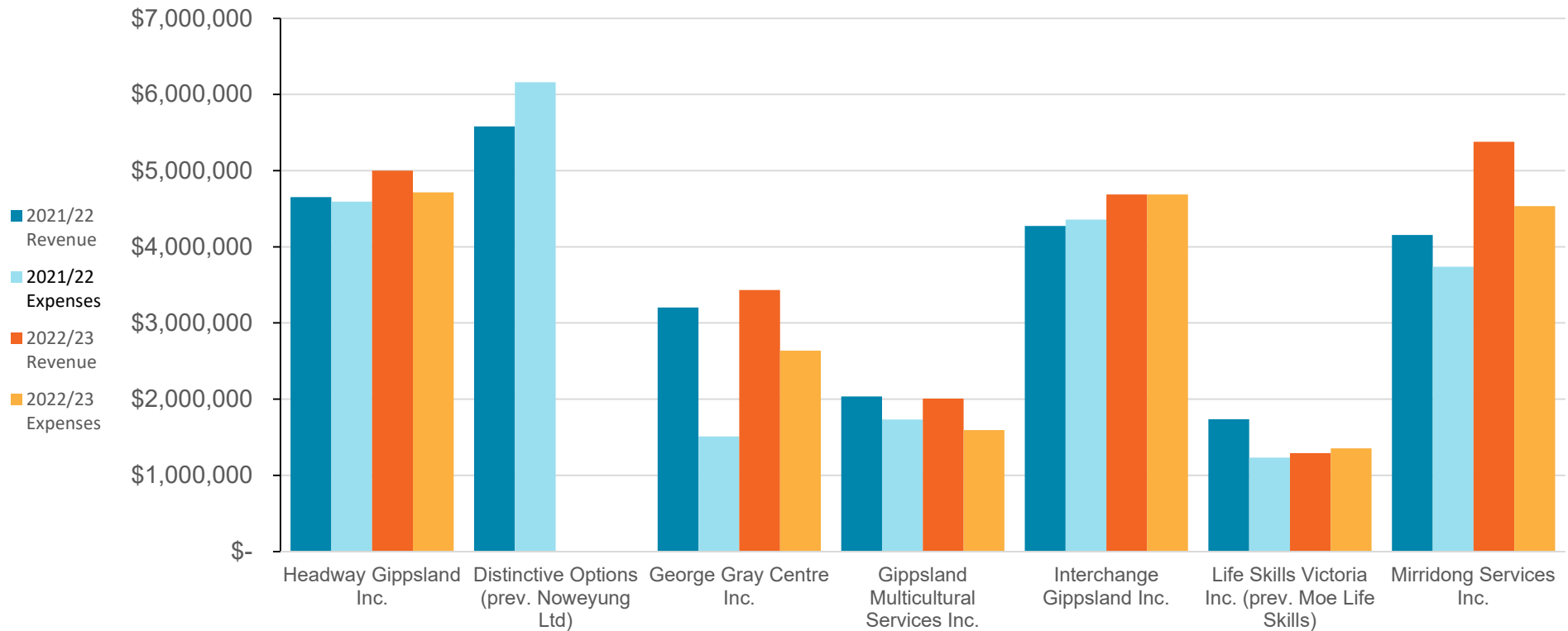
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Please consider the environment before printing.

ACNC Comparisons

	2021/22 Revenue	2021/22 Expenses		2022/23 Revenue	2022/23 Expenses	
Headway Gippsland Inc.	\$ 4,651,274	\$ 4,593,257	\$ 58,017	\$ 4,999,477	\$ 4,716,426	\$ 283,051
Distinctive Options (prev. Noweyung Ltd)	\$ 5,582,033	\$ 6,160,338	-\$ 578,305			
George Gray Centre Inc.	\$ 3,202,086	\$ 1,511,658	\$ 1,690,428	\$ 3,432,575	\$ 2,635,065	\$ 797,510
Gippsland Multicultural Services Inc.	\$ 2,033,913	\$ 1,732,861	\$ 301,052	\$ 2,007,766	\$ 1,594,312	\$ 413,454
Interchange Gippsland Inc.	\$ 4,273,649	\$ 4,355,966	-\$ 82,317	\$ 4,688,875	\$ 4,688,513	\$ 362
Life Skills Victoria Inc. (prev. Moe Life Skills)	\$ 1,737,273	\$ 1,233,406	\$ 503,867	\$ 1,289,628	\$ 1,354,657	-\$ 65,029
Mirridong Services Inc.	\$ 4,156,956	\$ 3,737,375	\$ 419,581	\$ 5,379,345	\$ 4,534,709	\$ 844,636

ACNC Comparisons



Conversation Starters For Strategic Planning

One of the Board's legal duties is to make decisions in the best interest of Headway. Part of this is having a clear plan that assists the Directors in decision-making, setting priorities and allocating resources.

Given the level of ambiguity about the future of the current services Headway is offering under the NDIS, it is useful to consider the Board's appetite for various options to create an effective plan and priorities for the next two years.

Possible Scenarios:

- Sit tight, maintain current services and wait for clarity: make the big decisions once the way forward is clear in the new strategic planning period
- Withdraw from the delivery of support coordination and support management in the short term (over 12 months to June 2025) and prioritise the development of alternative revenue streams and business to support expanded objectives
- Retain support coordination and management throughout the plan while scoping alternative options for the future
- Merge with another organisation
- Wind-up Headway
- Other?

Other questions:

- Would you be happy for Headway to return to being a small-medium sized community organisation ie under \$1million and have a community focus?
- What are the risks (short term and long term) you see associated with each of the scenarios above?
- What opportunities have you considered for Headway since you have been a Director?

Balance Sheet

Headway Gippsland Inc

As at 30 November 2023

Account	30 Nov 2023	31 Oct 2023	30 Jun 2022
Assets			
Bank	1,270,210.02	1,110,553.38	838,214.07
Current Assets	1,898,266.25	2,111,279.38	1,913,038.47
Fixed Assets	604,387.81	605,727.90	645,653.90
Total Assets	3,772,864.08	3,827,560.66	3,396,906.44
Liabilities			
Current Liabilities	318,546.67	313,316.56	343,430.61
Non-current Liabilities			
Wages Payable - Payroll	32,394.00	0.00	0.00
Total Non-current Liabilities	32,394.00	0.00	0.00
Total Liabilities	350,940.67	313,316.56	343,430.61
Net Assets	3,421,923.41	3,514,244.10	3,053,475.83
Equity			
Contributed Equity:Distribution of capital	996,653.22	996,653.22	996,653.22
Contributed Equity:Movement 1	(395,250.32)	(395,250.32)	(395,250.32)
Current Year Earnings	85,399.31	177,720.00	58,017.62
Asset Revaluation Reserve	651,668.80	651,668.80	651,668.80
Opening Bal Equity	217,931.82	217,931.82	217,931.82
Retained Earnings	1,865,520.58	1,865,520.58	1,524,454.69
Total Equity	3,421,923.41	3,514,244.10	3,053,475.83

Balance Sheet

Headway Gippsland Inc

As at 31 December 2023

Account	31 Dec 2023	30 Nov 2023	30 Jun 2022
Assets			
Bank	944,030.18	1,270,210.02	838,214.07
Current Assets	2,166,715.31	1,898,266.25	1,913,038.47
Fixed Assets	603,003.08	604,387.81	645,653.90
Total Assets	3,713,748.57	3,772,864.08	3,396,906.44
Liabilities			
Current Liabilities	309,622.23	318,546.67	343,430.61
Non-current Liabilities			
Wages Payable - Payroll	203.91	32,394.00	0.00
Total Non-current Liabilities	203.91	32,394.00	0.00
Total Liabilities	309,826.14	350,940.67	343,430.61
Net Assets	3,403,922.43	3,421,923.41	3,053,475.83
Equity			
Contributed Equity:Distribution of capital	996,653.22	996,653.22	996,653.22
Contributed Equity:Movement 1	(395,250.32)	(395,250.32)	(395,250.32)
Current Year Earnings	67,398.33	85,399.31	58,017.62
Asset Revaluation Reserve	651,668.80	651,668.80	651,668.80
Opening Bal Equity	217,931.82	217,931.82	217,931.82
Retained Earnings	1,865,520.58	1,865,520.58	1,524,454.69
Total Equity	3,403,922.43	3,421,923.41	3,053,475.83

Budget Vs Actual - Summary

Headway Gippsland Inc

For the month ended 30 November 2023

Account	Actual	Budget	Variance (%)	YTD Actual	YTD Budget	Variance (%)	Full Year Budget
Trading Income							
NDIS Services	520,412.05	511,341.00	1.77%	2,091,501.36	2,080,588.00	0.52%	5,004,799.00
Client Services	988.00	624.00	58.33%	3,932.00	3,120.00	26.03%	7,500.00
Other Funding	0.00	0.00	0.00%	0.00	0.00	0.00%	500.00
Other Income	1,439.04	1,463.00	-1.64%	49,212.72	49,052.00	0.33%	127,950.00
Total Trading Income	522,839.09	513,428.00	1.83%	2,144,646.08	2,132,760.00	0.56%	5,140,749.00
Other Income							
Profit on Sale of Motor Vehicle and Equi	0.00	0.00	0.00%	1,836.61	1,836.00	0.03%	1,836.00
Total Other Income	0.00	0.00	0.00%	1,836.61	1,836.00	0.03%	1,836.00
Gross Surplus	522,839.09	513,428.00	1.83%	2,144,646.08	2,132,760.00	0.56%	5,140,749.00

Account	Actual	Budget	Variance (%)	YTD Actual	YTD Budget	Variance (%)	Full Year Budget
Operating Expenses							
Accounting/Bookkeeping	2,127.28	2,333.00	-8.82%	11,454.56	11,665.00	-1.80%	28,000.00
Finance Contract	0.00	3,000.00	-100.00%	750.00	5,000.00	-85.00%	5,000.00
Advertising & Marketing	182.37	166.00	9.86%	803.33	830.00	-3.21%	2,000.00
Auditors	0.00	0.00	0.00%	3,600.00	4,000.00	-10.00%	4,000.00
Bank Fees & Charges	433.81	375.00	15.68%	2,215.96	1,875.00	18.18%	4,500.00
Client Services	1,117.96	930.00	20.21%	5,026.29	4,650.00	8.09%	11,400.00
Consultants	698.13	20,000.00	-96.51%	7,265.63	30,000.00	-75.78%	30,000.00
Depreciation	1,340.09	2,833.00	-52.70%	8,320.88	14,165.00	-41.26%	34,000.00
Governance Expenses	287.55	2,623.00	-89.04%	1,386.60	5,115.00	-72.89%	9,500.00
Insurance	1,833.00	1,833.00	0.00%	9,350.51	9,165.00	2.02%	28,800.00
Legal Services	0.00	0.00	0.00%	0.00	0.00	0.00%	3,000.00
Maintenance Repairs	9,802.49	6,331.00	54.83%	37,850.21	31,655.00	19.57%	76,000.00
Postage General	264.32	250.00	5.73%	1,298.20	1,250.00	3.86%	3,000.00
Printing & Stationery:Printing Stat Offic	610.06	666.00	-8.40%	3,248.70	3,330.00	-2.44%	8,000.00
Rent	6,435.37	7,700.00	-16.42%	33,401.85	33,000.00	1.22%	76,300.00
Salary & Wage Overheads	123,005.07	101,903.00	20.71%	376,921.39	369,586.00	1.98%	858,501.00
Salary & Wages	431,122.22	427,439.00	0.86%	1,410,277.61	1,432,275.00	-1.54%	3,321,490.00
Storage of Documents	76.56	66.00	16.00%	377.86	330.00	14.50%	800.00
Subscriptions/Memberships	0.00	0.00	0.00%	(9.09)	4,000.00	-100.23%	4,000.00
Telephone Allowance	509.96	436.00	16.96%	1,845.24	2,180.00	-15.36%	5,240.00
Telephone	1,531.00	1,864.00	-17.86%	8,225.73	9,320.00	-11.74%	22,400.00

Account	Actual	Budget	Variance (%)	YTD Actual	YTD Budget	Variance (%)	Full Year Budget
Travel Allowance	33,179.39	33,071.00	0.33%	124,088.52	129,971.00	-4.53%	308,400.00
Utilities	561.50	1,588.00	-64.64%	9,128.26	9,740.00	-6.28%	20,900.00
Vehicle Expenses	41.65	1,099.00	-96.21%	4,255.14	5,495.00	-22.56%	13,200.00
Recovery of unspent 2019/20 'CoS Prc	0.00	0.00	0.00%	0.00	0.00	0.00%	34,000.00
Total Operating Expenses	615,159.78	616,506.00	-0.22%	2,061,083.38	2,118,597.00	-2.71%	4,912,431.00
Net Surplus/(Deficit)	(92,320.69)	(103,078.00)	-10.44%	85,399.31	15,999.00	433.78%	230,154.00

Budget Vs Actual - Summary

Headway Gippsland Inc

For the month ended 31 December 2023

Account	Actual	Budget	Variance (%)	YTD Actual	YTD Budget	Variance (%)	Full Year Budget
Trading Income							
NDIS Services	393,227.08	390,011.00	0.82%	2,484,728.44	2,470,599.00	0.57%	5,004,799.00
Client Services	553.00	624.00	-11.38%	4,485.00	3,744.00	19.79%	7,500.00
Other Funding	0.00	500.00	-100.00%	0.00	500.00	-100.00%	500.00
Other Income	368.58	313.00	17.76%	49,581.30	49,365.00	0.44%	127,950.00
Total Trading Income	394,148.66	391,448.00	0.69%	2,538,794.74	2,524,208.00	0.58%	5,140,749.00
Other Income							
Profit on Sale of Motor Vehicle and Equ	0.00	0.00	0.00%	1,836.61	1,836.00	0.03%	1,836.00
Total Other Income	0.00	0.00	0.00%	1,836.61	1,836.00	0.03%	1,836.00
Gross Surplus	394,148.66	391,448.00	0.69%	2,538,794.74	2,524,208.00	0.58%	5,140,749.00

Account	Actual	Budget	Variance (%)	YTD Actual	YTD Budget	Variance (%)	Full Year Budget
Operating Expenses							
Accounting/Bookkeeping	2,512.73	2,333.00	7.70%	13,967.29	13,998.00	-0.22%	28,000.00
Finance Contract	600.00	0.00	0.00%	1,350.00	5,000.00	-73.00%	5,000.00
Advertising & Marketing	0.00	166.00	-100.00%	803.33	996.00	-19.34%	2,000.00
Auditors	0.00	0.00	0.00%	3,600.00	4,000.00	-10.00%	4,000.00
Bank Fees & Charges	381.59	375.00	1.76%	2,597.55	2,250.00	15.45%	4,500.00
Client Services	989.40	930.00	6.39%	6,015.69	5,580.00	7.81%	11,400.00
Consultants	220.00	0.00	0.00%	7,485.63	30,000.00	-75.05%	30,000.00
Depreciation	1,384.73	2,833.00	-51.12%	9,705.61	16,998.00	-42.90%	34,000.00
Governance Expenses	0.00	623.00	-100.00%	1,386.60	5,738.00	-75.83%	9,500.00
Insurance	6,079.75	8,633.00	-29.58%	15,430.26	17,798.00	-13.30%	28,800.00
Legal Services	0.00	0.00	0.00%	0.00	0.00	0.00%	3,000.00
Maintenance Repairs	6,164.31	6,331.00	-2.63%	44,014.52	37,986.00	15.87%	76,000.00
Postage General	218.18	250.00	-12.73%	1,516.38	1,500.00	1.09%	3,000.00
Printing & Stationery:Printing Stat Office	872.22	666.00	30.96%	4,120.92	3,996.00	3.13%	8,000.00
Rent	7,654.73	6,000.00	27.58%	41,056.58	39,000.00	5.27%	76,300.00
Salary & Wage Overheads	76,132.99	82,253.00	-7.44%	453,054.38	451,839.00	0.27%	858,501.00
Salary & Wages	250,634.81	251,959.00	-0.53%	1,660,912.42	1,684,234.00	-1.38%	3,321,490.00
Storage of Documents	76.56	66.00	16.00%	454.42	396.00	14.75%	800.00
Subscriptions/Memberships	0.00	0.00	0.00%	(9.09)	4,000.00	-100.23%	4,000.00
Telephone Allowance	333.82	436.00	-23.44%	2,179.06	2,616.00	-16.70%	5,240.00
Telephone	659.60	1,864.00	-64.61%	8,885.33	11,184.00	-20.55%	22,400.00

Account	Actual	Budget	Variance (%)	YTD Actual	YTD Budget	Variance (%)	Full Year Budget
Travel Allowance	19,988.34	24,225.00	-17.49%	144,076.86	154,196.00	-6.56%	308,400.00
Utilities	2,264.67	1,588.00	42.61%	11,392.93	11,328.00	0.57%	20,900.00
Vehicle Expenses	1,433.79	1,099.00	30.46%	5,688.93	6,594.00	-13.73%	13,200.00
Recovery of unspent 2019/20 'CoS Proj	33,547.42	34,000.00	-1.33%	33,547.42	34,000.00	-1.33%	34,000.00
Total Operating Expenses	412,149.64	426,630.00	-3.39%	2,473,233.02	2,545,227.00	-2.83%	4,912,431.00
Net Surplus/(Deficit)	(18,000.98)	(35,182.00)	-48.83%	67,398.33	(19,183.00)	-451.34%	230,154.00