

## BOARD OF DIRECTORS

### Bi-Monthly Meeting

#### Agenda

<b>Meeting:</b>	Board of Directors	<b>Date:</b>	Thursday, 15 February 2024
<b>Meeting No.:</b>	1/2024	<b>Time:</b>	5.30pm
<b>Chair:</b>	Phil Drummond	<b>Venue:</b>	Headway Gippsland Inc., Morwell office

#### Members In Attendance:

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

#### Others In Attendance:

Jenelle Henry	Chief Executive Officer & Minute Taker
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#### Apologies:

Lora Moulton	Executive Assistant
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Agenda No.	Subject
1.	<p><b>Acknowledgement</b></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><b>Appointment Of Positions</b></p> <p>Time Keeper: Jenelle Henry Minute Taker: Jenelle Henry</p>

**BOARD OF DIRECTORS**  
**Bi-Monthly Meeting**  
**Agenda**

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3.	<p><b>Declaration Of Conflict Of Interest</b></p> <p>Nil</p>
4.	<p><b>Confirmation Of Previous Minutes</b></p> <p>Motion: That the minutes of the previous meeting, held on Thursday, 30 November 2023, be accepted.</p> <p>Appendix 4a</p> <p>Moved: Leisa Harper            Seconded: Gary Dore</p>
5.	<p><b>Matters For Board Discussion &amp; Decision</b></p> <p><i>Note, that the below registers that are typically shared and discussed on screen are currently undergoing formatting reviews and won't be presented in this meeting.</i></p> <p><u>5.1 Action List Review</u>            Action list not provided.</p> <p><u>5.2 Directors Portal</u>            This is currently being worked on and is in the final testing stages. Unfortunately, our website developer is now on leave for three weeks, so progress is at a standstill until his return.</p> <p><u>5.3 Committee Structures</u>            Appendix 5a - draft Terms of Reference accepted.            Board members accepted committee structures as drafted.            The chair of the Governance subcommittee is Leisa, members Emma, Phil and Marianne.            Audit and Risk: Chair - Gary, Members - Robyn and Edwin.            Action: Lora to remove any other subcommittee documents and replace with these accepted Terms of Reference.</p>

**BOARD OF DIRECTORS**  
**Bi-Monthly Meeting**  
**Agenda**

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	<p>Sub-committees will be self-sufficient and meet approximately six times per year and report to the general Board meeting.</p> <p><u>5.4 Board Skills Matrix</u>            Marianne and Robyn advised they had completed the Board skills matrix, Matrix to be updated to include this information.            General note that the Board is lacking in Disability experience and lived experience.</p> <p><u>5.5 Board Evaluation</u>            Robyn advised she had completed this evaluation information to be added and redistributed.</p> <p><u>5.6 Welshpool Property</u>            Correspondence from Richard discussed.            Board would like Richard to draft a letter to Shirley that says due to rising costs and our inability to engage in a meaningful way with Shirley and the inability of our participants to use the facility we would like to sell our share.  <b>Action: Jenelle to contact Richard with the above.</b></p> <p><u>5.7 ACNC Comparisons</u>            Limited data due to a very small number of Not-for-profit providers in the region.</p> <p><u>5.8 Strategic Planning</u>            To proceed with a general discussion around some of the talking points as given by Jenny. Everyone to have a think about what we would like to do moving forward before planning meeting.</p>
6.	<p><b>CEO Report</b></p> <p><u>6.1 Report</u>  <b>Appendix 6a - CEO report</b>  <i>Note:</i> Brevity report is changing to include previous year/month data for comparison.            Motion: That the CEO Report be accepted.</p>

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**Bi-Monthly Meeting**  
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	Moved: Leisa Harper Seconded: Edwin Vandenberg
<b>7.</b>	<b>Financial Report</b>  <u>7.1 Balance Sheet</u> Appendix 7a - Balance Sheet (collapsed) - November 2023 Appendix 7b - Balance Sheet (collapsed) - December 2023  <u>7.2 Budget vs Actual</u> Appendix 7c - Budget vs Actual (summary) - November 2023 Appendix 7d - Budget vs Actual (summary) - December 2023  Motion: That the Financial Report be accepted. Moved: Robyn George Seconded: Marianne Fontaine
<b>8.</b>	<b>Other Business</b>
<b>9.</b>	<b>Board Correspondence</b>  Nil
<b>10.</b>	<b>Next Board Meeting</b>  Date: Thursday, 18 April 2024 Time: 5.30pm Venue: The Courthouse, Warragul

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**Bi-Monthly Meeting**  
**Agenda**

<b>Meeting Closed</b>	
Date:	Thursday, 15 February 2024
Time:	7.00pm
Chair:	Phil Drummond
Signature:	
Date signed:	