



Mandandanji Ltd. Board Meeting
11th March 2017
71C Arthur St - Roma

In Attendance

Alex Combarngo (AC); Rodney Landers (RL); Rebecca Landers (BL); Leigh Himstedt (LH); Darren Manns (DM); Theresa Manns (TM); Julie Thomas (JT)

Craig Jones (RREDD) - facilitator

Minutes: Kim Muhlen (RREDD)

1 Meeting open

Meeting opened at 10.00 am.

DM opened the meeting, welcoming everyone to the office in Roma, and paying respect to Elders past and present.

2 Minutes of Previous Meeting

The minutes of the meeting, 5th February 2017 were reviewed.

MOTION (1)

Minutes of the Board Meeting 5th February 2017 were accepted as a true and correct record.

Moved: Theresa Manns

Seconded: Rebecca Landers

Motion Carried

3 Business Arising

3.1 Update Company Merge

M Owens is still waiting on further information from the accountants to finalise the legal documents; Condon Treasure have advised all documents should be ready by the 17th March. Theresa has been in regular contact with Condon Treasure and is confident deadlines will be met.

RL commented that it was an advantage to have an active Treasurer and was positive about the role that TM has played.

There was discussion about the 'name' of the merged entity, the board was clear that the name of MCHS will remain and that Muddy Waters would be a unique business unit (with its own budget).

The vehicles (including new truck) were registered in the name of MCHS so this makes the transition smoother.

3.2 Veolia contract reassignment

M Owens has got contact details for Veolia – the State Manager has confirmed (verbally) the contract will be reassigned.

Letter will be sent after the 'merge' companies is complete.

The board confirmed there would NOT be a Change of Name for MCHS.

3.3 Executive Assistant role

No-one on the board had received any Expression of Interest, the board agreed it was now time to get the vacancy out to all members and invite applications.

Vacancy to be included in the next edition of newsletter with a close date, 3 weeks away (ie: 7 April 2017), so a decision can be made at the next meeting. Successful applicant could start just after Easter.

3.4 Office Opening

Signage added to all street front windows; no word from Telstra on installation of the landline although 3week estimate till installation has passed.

ACTION – TM to follow-up with Telstra

There was a discussion about an 'Opening' Board felt it would be good to do something – possibly around the Mandandanji Dreaming Festival ; LH would look into this further.

3.5 Newsletter

KM briefly showed the template (MailChimp), there was a discussion about the content and who it would be sent to; expecting to go to about 400 people (members; non-members; companies and inter-agency contact list).

ACTION – DM/KM to work on content and to finalise by 17March.

3.6 Mandandanji Dreaming

DM confirmed that (3) companies had confirmed donations (Indigenous WorkStars; RREDD and Condon Treasure) -

ACTION – DM/TM to ask Condon Treasure to send invoices

Coates had also given a commitment to signage and port-a-loos at no-cost

A float will be built on Good Friday to go into the Easter In The Country Parade.

ACTION – KM to forward budget template to DM so accurate records (and receipts) can be kept so there are no problems with the reconciliation.

JT; AC and DM to meet on 12March and continue with the planning.

3.7 Grant Applications

KM confirmed that the Commonwealth (Jo Ipplotto) would be assisting with a review of the business and there would be a \$ for \$ contribution to any future work (Business Development); copy of approval letter included in meeting material.

ACTION: KM to invite Jo to meet with the board and staff around the next meeting (11March)

RL talked about the SW Indigenous Cultural Trail project (coordinated by University of South Qld and the Surat Aboriginal Corporation), which would be a glove box map of places in Roma and Districts, which might be an interest to Tourists. There is a meeting on Monday with the consultants to gather stories and map key places, all the board were invited to attend.

ACTION: TM would be attending on behalf of the board.

The board was encouraged that there was an increased awareness of Mandandanji because of the opening of the office, and bold signage. Mandandanji were receiving more invitations to participate in meetings and projects.

3.8 Accountancy Tender; Scope of Works

After further discussion, the board does wish to proceed with calling for Tenders for Accountancy Services from 1 July 2017, the board reviewed the updated Scope, including proposed timelines.

Preference is for there to be an open process, so an advertisement in the Koori Mail; Courier Mail and/or local papers would be ideal.

ACTION – KM research advertising costs and send to board for approval.

Letter also to be sent to local firms, that had already been identified by the board.

TM confirmed that Condon Treasure were aware that the board was seeking estimates of costs from other firms.

The Executive would review all the Applications and would prepare a short list and recommendations, for consideration by the whole board at the May meeting. It is likely short-listed firms would be invited to meet the whole board in Roma.

MOTION (2)

The board of Mandandanji Limited will put out a Tender (Scope of Works) for Accountancy Services for the Group, to commence on the 1st July 2017.

Moved: Alex Combarngo

Seconded: Julie Thomas

Motion Carried

3.9 Mandandanji T-Shirt Design

RL will take on this project and prepare something for the next meeting. RL asked to use the company logos, and some of the font used on the pull-up banners. The board confirmed this was OK but not to use the 'artwork'.

The board may have to ask each company to use their logos but could also seek sponsorship.

The board would like to have a statement;

Proudly Supported By: (and include logos)

ACTION: RL will work on the design.

----- **BREAK (10:45 – 11:05am)** -----

4 Correspondence

4.1 Correspondence IN

- T Carlo, request for completion of a form for Court, on CentreLink template 'Confirmation of Identity'. The board confirmed they are not in a position to complete these forms.

MOTION (3)

The board of Mandandanji Limited confirmed the practice of not providing confirmation of Aboriginality.

Moved: Rodney Landers

Seconded: Julie Thomas

Motion Carried

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ACTION – KM to draft letter for DM to review and sign to T Carlo.

- Maax Employment – T Klaas hadn't been able to meet with the board yet, but DM was hopeful this would happen in the next few weeks.
- The board reviewed the information provided by Indigenous WorkStars, and was keen to see what opportunities might be available to members.

ACTION – KM to invite Tim (Indigenous WorkStars) to the next meeting.

ACTION – Indigenous WorkStars article to be added to the next newsletter.

- RREDD Service Agreement, this item was outstanding from the January meeting; CJ acknowledged, the improvements in Mandandanji capability relative to other groups, the board agreed there had been improvements.

It was acknowledged the agreement needed clear measurable outcomes; on top of the listed items in the agreement, RREDD would also support the review and update of the Strategic Plan and the review of all Mandandanji agreements to ensure all income of the Trust was being captured.

(CJ and KM left room during discussion)

MOTION (4)

The board of Mandandanji Limited accepted the Service Agreement provided by RREDD, to at total of \$90,000 for the period from 1 January 2017 up to and including 31 December 2017, against specified milestones.

Moved: Teresa Manns

Seconded: Alex Combarngo

Motion Carried

4.2 Correspondence OUT

- The insurance review had been completed with the assistance and support of Johan- the updates policies and premiums had been copied to the Executive and signed off by DM as Chair as the lapse date was the 7th March.
The cost of the renewal of MCHS polies was \$ 15,514.15 and ME policies is \$11,960. This would require a loan from Limited to ensure premium payment can be made, as neither company has sufficient cash reserve.
A refund of ME policies cost is expected once the 'merge' of companies is complete.

MOTION (5)

The board of Mandandanji Limited approved the renewal of the Mandandanji Group suite of Insurances policies for the Mandandanji Group including MCHS ; ME and Limited and expenditure to ensure payment of premiums (this may require further loans to the subsidiary companies).

Moved: Teresa Manns

Seconded: Alex Combarngo

Motion Carried

- Letter to Maranoa Council re: Pound Reserve, Sonny Manns has been working with the Council to secure rights to access this important place for Mandandanji people; Council has now provided a draft of the lease to Mandandanji (reference: LOT 334 ON SP282633). A letter was drafted to be tabled at the Council Meeting with Mandandanji response to the lease terms.
- Introduction Letter to Agencies in Roma and District – was sent after the last board meeting, to date thee have been (6)six positive response to this letter and further meetings were being scheduled to make use of the Roma office at Arthur St.

----- LUNCH BREAK (12:05 - 12:25pm) -----

5 Membership Applications

There had been several enquiries about membership, and 6application forms had been sent; no forms had been returned for the board to consider.

5 members had been granted access to the member’s portal.

6 Governance

6.1 Directors Handbook – Policies and Procedures

The board again reviewed the amendments to the policies and procedures that had been changed during the January Induction including;

- Delegation Schedule

MOTION (6)

The board of Mandandanji Limited approved the changes to the Delegation Schedule.

Moved: Leigh Himstedt

Seconded: Rodney Landers

Motion Carried

ACTION – KM to send a copy of the Delegations Schedule to the auditor and Condon Treasure.

6.2 Director Checks

‘Staff Check’ required further information from Directors including a Statutory Declaration for all cards included in the 100points of ID. Five (5) members got these declarations completed.

ACTION – KM to send completed details to Staff Check ASAP.

6.3 Strategic Plan

The board were frustrated that there was so much on the agenda that important issues like the update of the plan didn’t happen. The board agreed that the next meeting should be over 2-3days and allow at least a half-day to review and update the Strategic Plan including a statement to members on what had been achieved.

The board would extend the Plan for at least 5years – to end 2022.

ACTION – DM and KM to review the current Strategic Plan and provide comments to the board before the next meeting (ie: by end of March).

7 Finance

7.1 Management Reports

Condon Treasure provided the board with management reports for all entities (Trust; ME and MCHS) through to February 28th 2017.

TM had also met with staff from Condon Treasure to track issues with payments (particularly of ME accounts) and concerns about continuing loans to the subsidiaries and debt recovery, as there were large amounts outstanding to the companies.

SF had attended the training course for Reckon and was going to work with Condon Treasure to update and change records, ready for being able to invoice and reconcile MCHS accounts.

There had been a total of \$32,200 loaned to ME and \$27,200 loaned to MCHS, during January and February. The board acknowledged this level of underwriting couldn't continue. There was a general conversation about Income to the Trust and whether all the agreements that had been negotiated by the Applicants were being managed and all (compensation) payments being invoiced? The Applicants legal counsel had reviewed all the agreements, but the board had not got access to this report and were still unsure if correct invoicing was happening.

ACTION – TM to provide a copy of the reports and agreement to RREDD to review and provide a summary (outlining timing and amounts of payments) by next meeting

ACTION – TM to request cash flow till end of June for each entity from Condon Treasure, the Executive will meet within a fortnight to review this and make recommendation to the board on cash required to manage till end of the financial year.

ACTION – DM/TM/KM to draft a letter to Condon Treasure asking that all budgets be updated in line with the approved budgets and cash flow projections (reports) be prepared for all entities.

7.2 Decisions under Delegation

The board acknowledged decisions under delegation;

- Approval for payment of Insurance premiums
- Approval for transfers to allow trading of MCHS and ME

7.3 NAB Signatories

It was noted the Executive were still having problems with NAB dongles; TM advised she was able to make payments for all entities.

8 **Mandandanji Assistance Fund**

The board had received 19 new applications since the last meeting; the Executive had approved (3) urgent payments (funeral assistance; sports carnival and medical).

After reviewing the value of MAF payments made since July 2016, the board were pleased that over \$100,000 had been allocated to Mandandanji people.

Minimal interest had been accrued and there had been no repayments by the subsidiaries. Given this the board had no choice but to suspend the MAF and MEF fund effective immediately.

Any remaining funds will be used for funeral assistance.

MOTION (7)

The board of Mandandanji Limited decided to suspend the MAF and MEF funding program effective immediately and until further notice.

Moved: Alex Combarngo

Seconded: Julie Thomas

Motion Carried

ACTION – DM/KM to draft a letter for all MAF fund applicants advising no funds available; letter to be signed by all the Executive.

9 **Next Meeting**

11 -13 April 2017

Roma

10 **Meeting Closed**

Meeting Closed 2:25pm