



**Mandandanji Ltd.**  
**Board Meeting**  
**Sunday 25 September 2016**  
**Quest - Margaret Street; Toowoomba**

**In Attendance**

Limited Board: Theresa Manns (TM); Rebecca Landers (BL); Rodney Landers (RL); Julie Thomas (JC); Robert Klaas (RK); Darren Manns (DM); Alex Costa (AC);

**Minute Taker**: Kim Muhlen (RREDD)

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**1 Meeting Purpose -**

*General Business; preparation auditor meeting actions for AGM*

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**2 Meeting Open**

Meeting was opened at 12:30pm, with a quorum.

RL gave a Welcome-acknowledging Elders past and present

**3 Adopt Minutes**

The board began reviewing minutes of previous meetings;

18<sup>th</sup> July - minutes amended to correct date and attendance

18<sup>th</sup>/19<sup>th</sup> July - no variation to minutes; attendance to be added

18<sup>th</sup> August - no variation to minutes

5<sup>th</sup> September - no variation to minutes

**MOTION (1)**

The minutes of the 18<sup>th</sup> July 2016 were accepted as a true and correct record.

Moved: Darren Manns

Seconded: Rebecca Landers

For: TM; RL; AC

Abstain; RK; JT

Against: Nil

General discussion about suggestions made by Applicants for allocation of SANTOS grant and whether housing (Elder accommodation or other) would be viable to invest in a business concept. Applicant Liaison Directors will continue the discussion with the Applicants around budget and all project ideas including housing.

**MOTION (2)**

The minutes of the 18<sup>th</sup> ; 19<sup>th</sup> July 2016 were accepted as a true and correct record.

Moved: Darren Manns

Seconded: Rebecca Landers

For: TM; RL; AC

Abstain; RK; JT

Against: Nil

**MOTION (3)**

The minutes of the 18<sup>th</sup> August 2016 were accepted as a true and correct record.

Moved: Theresa Manns

Seconded: Julie Thomas

For: TM; RL; AC

Abstain; AC

Against: Nil



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**MOTION (4)**

The minutes of the 5<sup>th</sup> September 2016 were accepted as a true and correct record.

Moved: Darren Manns

Seconded: Julie Thomas

For: TM; RL; AC

Abstain: AC; TM

Against: Nil

**Break for Lunch 12:54pm – 1:20pm**

**4 Action Items**

**4.1 Completed Actions**

A221/A220/A218/A208/A194/A199/A217/A216/A215/A214/A219/A201/A202/A203/A212/A211/A210/A213

A7.Ap/A6.Ap/A4.Ap

A213 – Mipela have confirmed that Mandandanji can be released from the contract, however they do want payment on the outstanding invoices.

**ACTION 224**– TM to confirm with Condon Treasure payment of outstanding Mipela invoices

**4.2 Ongoing Actions**

A169 – amend to include ToR for both property investment (3sites – Arthur St; (x2) Highway and cultural centre project; develop ToR by December16 and present figures.

A207 – Ongoing, RL and DM to meet with business team in Toowoomba on Monday afternoon.

**5 Finance**

The Board was unclear if the debts (money owed by MCHS and ME) had been secured; what actions are necessary to secure the debts with both companies?

**ACTION 225**– RL to contact Michael Owens and confirm ME and MCHS have been advised and money owed to Mandandanji Limited has been secured.

**5.1 Budget Variances**

**Trust – Mandandanji Limited**

Question asked about where the SANTOS funds are sitting, and whether the capital can be transferred to an interest bearing account.

The board received copies of management reports (bank statements; budget vs. actual; profit and loss reports) for all entities, which were reviewed during discussions. The board clarified;

- \$250,000 will be set aside for applicant meeting fees and costs
- invoices were still to be issued for applicant/proponent meetings (approximately \$100,000)
- specific variances/comments:
  - o increase equipment repair/service to \$1500
  - o NAIDOC BBQ costs – this was a cost neutral event as SANTOS provided grant for this
  - o Office refurbishment and website
  - o MAF funding will be supplemented by funding from Applicants, general discussion



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about guidelines. Applicants have offered support to get more support from proponents.

- Meeting costs and Director fees – both of these line items were tracking above budget allocation;

**Mandandanji Enterprises**

- There was a general trend that cost of goods and operating expenses, was higher than income; this meant that ME was using cash reserve or would need to ask Limited for a loan to continue to operate.

The board recognised that this had to change; AC was able to clarify the actual wages that he had approved. The board talked about quotes, income opportunity and whether the business was viable.

It was recognised the Program Manager position was not affordable and given this position has not been filled while BC has been on sick leave, maybe the job isn't necessary? The board was clear that loses of \$11k month can't be sustained;

The board asked how many staff were employed at Muddy Waters – KM confirmed only (2) full time staff excluding BC.

The board asked that a formal letter to BC, asking for the return of equipment so it can be used operationally – especially the Veolia contract. The QGC grant purpose was to purchase necessary equipment and train staff to fulfil Veolia contract and bigger jobs. The return of the car would allow the trade-in of (2) vehicles to purchase a utility with mine specifications so that (2) crews can work and take on bigger jobs.

**ACTION 226** – Letter/Email to be drafted from RL to BC asking for clarification on leave.

There hasn't been detailed information given in the medical certificates, AC also confirmed he had not had any other information about the Program Manager leave.

If Program Manager role is made redundant will need to review position description and make sure important tasks are picked up either by the Leading Hand or the Administration staff.

**ACTION 227**– Investigation into redundancy provisions and costs associated with making the Program Manager role redundant. A 2<sup>nd</sup> letter may then need to be drafted to the Program Manager about the future of this role.

Focus on basic question – can Muddy Waters be a profitable business?

- Telstra costs were high (\$1500/month) Mary has been working with Telstra to fix this problem – may be related to digital phone.

Tough conversation recognising ME does not have a cash reserve to underwrite losses every month; when consideration given QGC grant hasn't been spent in full, there is not enough cash to keep ME operating when it losses money.

- query regarding the lease arrangements; lease ended 20September and was paid annually at the start of the lease. The owners or agent had not approached Mary.

**ACTION 228**– Letter to be drafted to owner requesting month-by-month lease and reduction in rent. Mary to look at other suitable properties, which may be cheaper in Chinchilla.

**Mandandanji Cultural Heritage Services**

There were similar trends in the MCHS business, where costs were higher than income.

There were difficult conversations about budgets and Director responsibility and implications



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for each Director and what risk they were exposed to –

**Short Break for Coffee 3:00 – 3:10pm**

When meeting resumed discussion about Auditors and their role, and review of the Preliminary Management Letter from the Auditor; all the board members reviewed the letter and asked questions about what it meant and what might be discussed on Monday.

**6 MAF**

There was an extensive conversation about the MAF application process and the time taken to field questions and now that there wasn't a GM or key contact person members were contacting board members in an ad hoc way, and one of the gaps was reviewing applications and making

**ACTION 229** – Draft and prepare a PD and ad for recruitment of an Executive Officer (Casual or Part-Time)

The board reviewed the 2016/17 guidelines and application form. No round dates were confirmed; possible dates (suggestions) were February and end of May if there were 2 rounds.

Forms to be available at the AGM.

Confirmation that Sport representation can be regional; state and national.

The amounts for each category will be removed from the guidelines and application form available to members.

There were no other changes to the form or guidelines.

The board confirmed and acknowledged that just over \$16,000 had been paid to Mandandanji people in emergency medical, funeral assistance and sport applications since the 30 June 2016.

**7 Native Title Advisory Group**

After the last meeting with Applicants the board discussed and recommended the appointment of an Advisory Group to the Mandandanji Limited board which included one member of each Apical Group – this group would be invited to meetings and would be given feedback on outcomes of the meeting. They would be advisory only and have no decision making authority on business or operational matters.

**8 Meeting Closed**

Meeting closed at 5:03pm

**9 Next Meeting**

Monday 26<sup>th</sup> September (9:30am) – McConachie Stedman