



BOARD OF DIRECTORS MEETING MINUTES 18/2/2018

phone 07 4622 3874 email admin@mandandanji.com.au post PO Box 706 Roma QLD 4455 address 71C Arthur St Roma QLD 4455

Present

Michael Combarngo (MC) Michelle Leslie (ML) Rodney Landers (RL) Raylene Manns (RM) Jude Saldanha (JS)

Tracy Landers (TL)

Absent

Leigh Himstedt (LH)

Also Present

Rob Manns – Company Secretary (RCM) Michael Owens – Solicitor (MO) Craig Jones – RREDD (CJ)

Meeting commenced at 6.55pm with a quorum

Meeting of Mandandanji Limited BOD opened by RM.

1. Acceptance of minutes from 11/02/2018

Minutes from the previous board meeting were reviewed and found to be accurate

Moved by JS

Seconded by TL

Passed unanimously

Business Arising from the minutes

RM & CJ travelled to Muddy Waters to meet with MC and Tim Jordon from Veolia.

RM circulated a report to all Board members.

2. Michael Owens

MO reiterated his advice regarding the members' SGM held in Toowoomba on 10/02/2018, that being that on the face of it and unless evidence can be produced to the contrary:

- With only two apical ancestor groups represented they were unable to form a quorum.
- There is no "new" Board of Directors and any BOD created that day is invalid.
- This rightful BOD should carry on with business as usual

MO also mentioned that Dowd & Co, the lawyers representing the members who called the SGM, had requested the minutes from the 2017 AGM but had not provided any other response.



At this point a discussion was held about the constitution of Mandandanji Limited and the process by which amendments are made.

Action

Craig Jones suggested that all draft minutes, agendas etc be watermarked with individual BOD names and Rob Manns confirmed that this was possible.

CJ also suggested the following motion:

Motion

The directors resolve to proceed according to the law and the constitution of Mandandanji Ltd and on a confidential basis in regard to the business of Director's meetings.

Moved by JS

Seconded by TL

Passed unanimously

Advice was sought from MO about contacting the Proponents regarding Cultural Heritage service provision. MO advised the following:

- Future Acts lawyers Chelsea Griffin-Breen and Phillip Hunter should be the ones to contact Proponents on behalf of the Applicants Group.

Action

A copy of the minutes from the Applicant Group meeting held 11/02/2018 to be sent to Chelsea from which she can draft a letter to be sent to all Proponent companies.

Michael Owens left the call at 7.25pm

3. Chris Phillips

Chris Phillips was unavailable to join the meeting to discuss the situation with Ronnie Manns and his park maintenance work. The matter has been deferred.

4. BOD Portfolios

Directors were assigned to the following portfolios:

- Applicant Liaison – TL
- Business (including MCHS, MW & Roma Office) – RL & JS
- Membership – RM & ML
- MAF – MC & LH
- Communications – Rob Manns (non-Board member)

Moved by RL



Seconded by RM

Passed unanimously

Michelle Leslie joined the call at 7.39pm

5. MAF Application

Action

RL suggested holding off on reviewing applications until the funding situation is rectified and new guidelines established.

JS will send through paperwork regarding an older application.

6. Other Business

RM suggested contacting the police to investigate potentially fraudulent activities shown in the internal audit report.

Action

CJ will assist RM in going through the reports with Johan Ferreira (Accountant) and they will make recommendations based on this.

Action

Johan to address loans and credit cards at the next face to face BOD meeting.

Mandandanji Limited BOD meeting closed 7.59pm

MCHS BOD meeting commenced 8.00pm

Rex Weribone left the call at 8.07pm

RM opened the meeting with a quorum

7. Muddy Waters

- RM explained about the meeting she had had in Chinchilla and read from the report she circulated
- MC explained about the invoicing process with Veolia
- Invoices need to be submitted by Wednesday of each week.
- All staff medicals should be completed in the coming weeks.
- Veolia are requesting a meeting with RM and CJ later this week in Brisbane. JS and MC invited to attend.
- Muddy Waters Admin position has been advertised on the website and via email campaign



- Muddy Waters requires an Industry Standard Certificate
- Muddy Waters has been offered the chance to take over the property next door as well on the same lease for \$800/wk. The property is a five bedroom house with bore.

Action

The BOD will review the proposed lease when it is available with input from Johan

Action

MC will stay on at Muddy Waters for 3 days a week.

8. MCHS

The following actions were proposed

- Rodney or Tract to send Applicant Group meeting minutes to Chelsea
- Former MCHS employees to return all materials and equipment belonging to the company immediately including staff medicals
- Robert Lacey to conduct the next couple of Cultural Awareness Inductions in place of Shirley Frid

Meeting closed at 8.41pm

Approved by the BOD

Raylene Manns

Chairperson

Mandandanji Limited &

Mandandaji Cultural Heritage Services