

Board of Management of Launceston VFC Services Inc

Minutes of a meeting held on Tuesday 16th August 2022 at the Boardroom, LVFC Offices, 56 Cimitiere Street, Launceston, commencing at 10.00am.

In Attendance: Board members: Carolyn Campbell-Wood (President), Glen Cornish (Vice – President), Kevin Goldsmith (Treasurer / Secretary), John Byrne, Fiona Vanderbeek and Amanda McEvoy

In attendance: **General Manager (GM)**– Kylie Bryan

1 In Camera Session

2. Meeting Opening:

The President declared the meeting open at 11.05 noting a quorum was present and formally welcomed Ms Amanda McEvoy.

The President advised that the General Manager's review was a matter discussed during the In Camera. It was also advised that other matters discussed in the Board In Camera session would be noted during the relevant Agenda Items.

Action: The GM to email a copy of the staff annual review templates to the President.

Action: The President and Vice-President to liaise with GM on a suitable date and time for her annual review.

3.1 Conflicts:

A register of interests form for Directors was tabled by the President. This register once completed by Directors would be tabled at each future Board Meeting. No conflicts of interest were declared with the meeting agenda.

Action: Directors to advise their Interests to the President for the Standing Notice of Interests Register to be formally completed.

3.2 Minutes of Previous Meetings:

The Board resolved to accept the minutes of the April 19th Board Meeting without amendment. **Carried**

The Circulating Resolution of 25th May on the nomination and appointment of Ms McEvoy as a Director was noted.

3.3 Action Register:

The Action status of tasks were discussed as listed, noting that Item 3.1.1 of 15th Feb BM was complete. The information on 3.1.1 was provided in the June BM papers which was cancelled on the day due to a Covid19 outbreak at the LVFC premises.

Action: President to update the Action Register.

Action: Treasurer to follow up on Board Portals for the Board Papers.

Action: President to provide GM with a list of items to be uploaded to the Board only section of the LVFC website once the firewall technology update is completed.

The Board resolved that Board Meeting papers be available on the website at least 7 days prior to Meetings **Carried**

4 Strategic Planning:

4.1 Chair's Report

The President reminded those Directors who have not yet completed the application for Director Identification Numbers (DINs) that while it is a very frustrating application process the due date for registration was January 2023.

The President noted the Director evaluation process and reiterated that it was a private process between individual Directors and herself.

Following discussion of the two Board training proposals it was agreed to proceed with the proposal from Michelle Swallow with the President investigating the travel costs identified.

Action: Directors to complete the DIN application and advise the President of the number.

Action: Directors to finalise their evaluation forms by Friday 26th August.

Action: President to contact Michelle Swallow to discuss travel costs and confirm acceptance of the proposal.

Action: President to contact Simone Zell to advise the Board's decision on her training proposal.

The Board noted the report.

4.2 Association Report

The GM tabled her report and the following was noted during the ensuing discussion:

- The Aged Care Standard audit process and the completion of its policy requirements;
- The updated Infection Prevention and Control Policy – noting the contribution from director Ms Fiona Vanderbeek;
- The completion of staff reviews and associated KPIs;
- The suggestion of the introduction of uniforms for staff and some volunteers;
- The CHSP annual acquittal process;
- The affect of increased expenses and the impact on Unit Costs.

The Board thanked the GM for her report and her explanation to the new Directors on the LVFC services and their costing process.

Action: Directors Ms Fiona Vanderbeek to review the Board of Management Policy and to be assisted in reviewing the Financial Management Policy by the Treasurer.

Action: Director Ms Amanda McEvoy to investigate the possibility of the Launceston City Council sponsoring the purchase of uniforms and to advise the GM.

The Board resolved to accept the GM proposal of the purchase of uniforms which are to be distributed at the GM discretion.

4.3 Strategic Plan Review

- The Board discussed the Rules of Association as received and confirmed their presentation to the members at the 2022 Annual General Meeting.
- The GM advised the Board that the Marketing plan purpose was to build the profile of LVFC and therefore provide added leverage to pursue continued funding.

The Board approved the tabling of the Rules of Association amendments for confirmation by members at the 2022 AGM in September. Carried

Action: GM to email a copy of the Draft Marketing Plan to Director Ms Amanda McEvoy for her comments and suggestions.

4.4 AGM

The President noted the discussion of the Executive roles for the 2022-23 year from the In Camera session and Directors then completed the Membership Renewal and the Nominations forms.

The nominations were:

President and Public Officer
Vice-President
Treasurer
Secretary
General Member

Ms Carolyn Campbell-Wood.
Mr Glen Cornish
Mr Kevin Goldsmith
Ms Fiona Vanderbeek
Ms Amanda McEvoy

From the nominations the Audit and Risk Committee will be constituted as follows:

Treasurer – as Chair – Mr Kevin Goldsmith
Vice-President – Mr Glen Cornish
Member – Ms Amanda McEvoy

Mr John Byrne advised the meeting that he would not stand for election again and that this Board Meeting would be his final one.

The Board approved the AGM Notice of Meeting and the Meeting Agenda noting the nominations received for Executive positions. Carried

Action: GM to place the Notice of Meeting in the local paper and advise members through the newsletter.

5. Board Reports:

5.1 Financial Reports - Treasurer

The Treasurer tabled the reports compiled by Management noting that the positive surplus for the 2021-22 year was an excellent result.

Discussion then centred on the 2021-22 audit process which was completed in a shorter timeframe this year. It was also noted that MYOB account numbers and names should remain unchanged to enable accurate comparison on the This Year vs Last Year MYOB reports.

The Board resolved to accept the Financial Reports noting that the Association was able to pay its liabilities as and when they fall due. Carried

Action: Management to investigate an anomaly with the wages coding in the month of July and report to the Treasurer.

Action: Copies of 2022 Financial Statements to be forwarded to the proposed Audit & Risk Committee members and the President for review prior to any Circulating Resolution being passed via email authorising the signing of the accounts by the Treasurer.

5.2 Budget Planning

The 2022-23 Budget was tabled noting at the time of the budget compilation, given its conservative premise, that a small surplus could be expected.

Discussion centred on Leave Provision and Leave Expense accounts and the balancing of the Budget.

The Board resolved to accept the 2022-23 Budget. Carried

5.3 Risk Register Trend Graph

Discussion occurred on the addition of three risks to the Register. These being two Operational Risks - the recruitment of staff and secondly the Retention of staff. The Loss of Key Personnel to be added to the Strategic Risks.

Action: President to update the Register and present at the next Board Meeting prior to the A&R Committee taking over responsibility of the Register.

The Board resolved to accept the Risk Trend Graph and Risk Register report. Carried

6. General Business:

6.1 Other Business

The Board briefly discussed an article that Mr John Byrne noted on Director Responsibility in particular when the organisation's services involved working with the vulnerable in our community. It was agreed to discuss this in more detail at the next meeting once relevant reports can be compiled by the GM.

Action: GM to prepare a report on what policies and procedures are in place to mitigate risks to our clients from services provided by staff and volunteers.

6.2 Board Calendar

Directors agreed to discuss the year's calendar of meetings after the AGM.

The following meeting dates and times were noted:

AGM 10am 20th September 2022

next Board meeting 18th October 2022.

Being Mr John Byrne's last meeting, he wished the Board and the organisation every success in the future knowing that it was well positioned to achieve its objectives and to grow the services that the community needed and appreciated.

The President then thanked him for his tireless contribution over many years noting he has held almost every Executive position in that time.

6. Closure:

Meeting closed at: 12.50pm

Signed as a true record:

President: *A Langford-Wood*

Dated: *19th Oct 2022*