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|  | **Minutes – MRM CBT Board Meeting**  **21 June 2023** |
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| **Venue:** | **McArthur River Mine MST Board Room** |
| **Present:**  **Presenters:** | Marlene Karkadoo – Co-chairperson (MK)  Jake Quinlivan – Co-chairperson (JQ)  Alan Baker (AB)  Noel Dixon (ND)  Nikita Baker (NB) (Part)  Sam Strohmayr (SS)  Mike Burgess (MB)  Rowland Richardson (RR)  Jim Gleeson (JG)  Hayley Seears (HS)  Tim Maddock (TM) – Deloitte  Roland Chin (RC) – Investment Strategy  Sarah Brown (SB) and Gabriel Waterford (GW) – Purple House  Dale Brock (DB) and Kayla Creighton (KC) – Borroloola Amateur Race Club |
| **Apologies:** | Emily Evans  Corrine Coombes  Elizabeth Gillett  Samuel Evans  David Harvey  Tracy Jones  Andrew Firley |

| **#** | **Agenda Item / Action** | **Outcome / Action** |
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| **1** | **Welcome and Introductions** |  |
| Meeting start:  9:30am | * 1. **Welcome / Acknowledgment of Country**   Noel Dixon Welcome to Country   * 1. **Members Present**   Members welcomed and apologies acknowledged.  Present – Marlene Karkadoo, Alan Baker, Noel Dixon. Jake Quinlivan, Jim Gleeson, Hayley Seears (Project Officers), Rowland Richardson (MRM representative)  Online – Nikita Baker, Sam Strohmayr, Mike Burgess,   * 1. **Apologies**   Samuel Evans, Tracy Jones, David Harvey, Corrine Coombes, Elizabeth Buffy Gillett, Emily Evans, Andrew Firley |  |
| **2** | **Minutes and Actions from previous meeting** |  |
|  | * 1. POs to continue working with Stan on appropriate acknowledgement **In progress – Stan is no longer in Borroloola. See Other Business.**   2. POs to redraft the position for the Youth Coordinator and distribute to the Board out of session **Complete – to be discussed today**   3. POs to prepare a three-year budget to outline the board’s limit of committed funds for three years **Complete – to be discussed today**   4. POs to redraft the resolutions from today’s board meeting regarding the Youth Program and redistribute for out of session approval **Complete – to be discussed today**   5. Engage Client Representative (Greg) and Louw Group for a smaller scope initially to help with negotiating the NIAA agreement **Complete**   6. Negotiate the agreement with the NIAA **In progress**   7. Seek additional quotes for full scope of services for Client Representative **In progress**   8. Seek additional and revised quotes from Louw Group for revised project scope **In progress**   9. Present back to the CBT Board out of session or at the next meeting on revised quotes and scope of services, depending on timeframe **In progress**   10. POs to connect Adam with Arnhem Construction **In progress**   11. POs to connect Many Rivers to AH regarding opportunities at MRM **In progress**   12. POs to talk to MAWA / Outbush Photography on progress of printer **In progress**   13. POs to prepare letters to applicants advising of outcomes of EOIs and Full Applications **Complete**   14. POs to seek information from BARC on other funding secured. BARC to present at future board meeting **Complete – refer applications**   15. Seek final quote and final out of session approval from the Board to engage Campaign Edge Sprout **Complete**   16. POs to continue working with the Investment sub-committee on proposal **In progress – to be discussed today**   **Previous Actions**   * AF to continue discussions regarding Savannah News / printer location **In progress** * MAWA / POs to work together to determine the appropriate traditional place names for inclusion on the signs **In progress** * POs to implement a complaints process for the CBT **Not complete** * POs to work with local Directors on appropriate name for CBT Development **In progress** * Explore Governance training opportunities **In progress** * Acquittal of sports courts **In progress** * POs to work with TJ on creating an acknowledgement/gift for people who have contributed to the community **In progress** * Name change for Searcy Street **In progress** | **Minutes acknowledged and supported**  **POs to arrange gift and certificate for Stan Allen. JQ can assist from Katherine.**  **RR to acknowledge Stan’s contribution in the MRM Memorandum.**  **POs to make application to the Place Naming Committee to change name of Searcy Street – appropriate name needs to be determined** |
| **3** | **Finance and Operations – Deloitte** |  |
| SS joined meeting 10:04am | Presentation Tim Maddock, Deloitte   * 1. **Quarterly Board Report**   **Report accepted.**   * 1. **Term Deposit**   SS – is there potential to invest in a longer period without concerns for the cashflow? JG and TM advised we are confident in the cashflow just for the three months.  TM – could potentially split the term deposit across different terms. Noting the CBT development has not been included in the forecasting at this stage.  JG – suggest a three month investment commitment considering the investment strategy and the BT funds changeover.  MB / SS – make sure there is enough funding for the commitments. Would be good to have some invested at a higher interest rate.  MB – need to consider the Commonwealth funding agreement as well and how the cashflow will work.  TM – need to determine the buffer required for the CBT development before deciding to invest longer.  JQ – suggest doing three months for not and then after the three months there should be more clarity and could look at investing more down the track. MB agreed.  **Resolution – Invest $6,580,335.00 for a period of 3 months**  **Moved – MB**  **Seconded – SS**   * 1. **BT Investments Update – transfer of fund/closure of account**   TM provided update on the BT Investment fund transfer to Mercer from October 2023. The Board need to make a decision on what to do with the portfolio.  TM to check if there is an Exit Fee on the BT fund.  Board will await further information and advice from financial advisor to make the decision. | **POs to advise Deloitte of the resolution for the Term Deposit**  **TM to determine if there is an exit fee for the BT Fund**  **CBT to engage the services of a Financial Advisor to assist with this decision** |
|  | **Presentation and workshop – Investment Strategy** |  |
| NB left meeting 10:30 | **Presentation – Roland Chin**  RC – need to get an investment advisor that has the skills and financial services background, and needs to be independent. Also needs to be someone good with relationships so they can be involved on an ongoing basis. The financial advisor will be separate from the portfolio management. They would also form part of the investment committee.  Phase 1 – developing the Investment Strategy  This will include the investment committee. This committee should be made up of people with some financial knowledge and expertise, and have monthly meetings to determine the investment strategy contents. This committee feeds up to the board. People other than board members need to be on this committee. RC can assist with this committee and facilitate the committee but reiterates cannot provide investment advice.  Phase 2 – engaging a portfolio manager – this needs to be complete by the end of August.  JQ – the purpose was to establish the future fund to continue the Trust’s purpose beyond the life of the mine.  SS – funding is there to be spent but should invest in a financial advisor who has the right alignment with what we see as the purpose of the trust and balance between risk and reward.  AB – the role of community directors is to respond to the community needs and be the voice of the community, not necessarily be involved in the financial advice.  MB – need a financial advisor we can trust. The last EOI responses were not satisfactory.  JQ – need specialised advice when we need them – call them on for board meetings when required.  SS – see it as a similar concept to superannuation. Understand risk profiles and get a reasonable return on investment options.  SS – reshare the original EOI and responses that were received.  AB – need someone to explain on a level that is understandable.  JG – suggestion to engage RC to put together a proposal to engage a Financial Advisor for the Trust.  JQ – happy with this approach. Just want to be able to call on them as needed.  SS – get three quotes to choose from. Local NT based firms. Present back to the Board to choose.  JG – POs will seek advice from Cozens Johansen on any legal implications. Investment Strategy will remain as is as opposed to developing a new one.  SS – this person can provide an update to the board every two meetings or as required.  JQ / SS – financial management services also to be retendered.  SS – seek quotes for the financial management of the Trust.  **Resolutions**   1. **Engage Roland Chin to prepare a Request for Quote for a Financial Advisor for the Trust** 2. **Seek quotes for the Trust’s Financial Management Services for the new financial year** 3. **POs to seek advice from Cozens Johansen on the role of the Financial Advisor**   **Moved – SS**  **Second – ND** | **POs to share with SS the original EOI and responses.**  **POs to develop a brief for the CBT Financial Management Services**  **POs to seek advice from Cozens Johansen on any legal implications for the Financial Advisor**  **POs to provide feedback to RC on the scope of works to develop a brief to engage a Financial Advisor** |
| **4** | **Youth and Community Program** |  |
|  | * 1. **Job Applications for Youth and Community Coordinator**   JG – need to shortlist from the six suitable candidates down to three.  JQ – suggest a personality test is also undertaken.  SS – what is the process to decide the top three?  JQ – key component is the experience in governance and establishing an entity. Should provide scenarios for the community to find out how people deal with those scenarios.  SS – make sure the references are good and if the current candidates aren’t good then can keep looking.  AB – need to encourage the local positions. Need representation from all four clans in those positions. This will enable more people to feel comfortable in being involved.  JQ – those will be identified as local positions only.  MK – make sure they work with the sporting groups.  AB – need to engage with Noelene, Police ALO.  AB – ensure they don’t hijack the program and make it about themselves.  JQ – don’t want someone who is just doing sports. That already exists. Needs to coordinate, understand the needs of the community, collaboration with other stakeholders, it is more of a governance position.  JQ – can also undertake additional NTG checks on the most preferred applicant.  JG – police check and OCHRE cards are a requirement and will be provided   * 1. **Interview process and panel selection**   Panel to consist of Marlene, Nikita, Alan, Jim  Interviews 27 June   * 1. **Three Year Budget**   Supported.   * 1. **Program Delivery**   Supported.  AB – Ensure engagement and collaboration with existing programs – LOC, RGRC, Seven Emu, JMF.  JQ – community control for this program. Want own community voice driving the agenda for young people.  AB – need more learning on Country opportunities. Sea rangers do a lot with young people but need more coordination.  AB – focus on sport is good but need more about culture and country.  ND – more opportunities to get people out on country camping. Learn from the old people on how to survive in the bush. Learning traditional practices and strengthening culture.  MK – they have to work with the local people.  JQ – priority is governance and getting the right people on board who will be the ones delivering the programs.  JQ – suggest doing a workshop with the local community representatives on expectations for the program.     * 1. **MAWA Youth Space**   Noted.   * 1. **Next Steps**   Board are happy with the approach.  **Resolutions**   1. **The Board resolves to nominate the members of the Interview Panel for the Youth and Community Coordinator position and for interviews to be undertaken in the week commencing 26 June** 2. **The Board resolves to commit up to $ 501,165.00 for Year 1, as per the budget breakdown** 3. **The Board resolves to support the proposed budget for Year 2 as $287,700.00 and Year 3 as $97,650.00 as outlined in the budget to establish the limit for CBT investment** 4. **The Board resolves to seek a quote from Advisory HQ to assist with the entity establishment**   **All approved**  **Moved – AB**  **Seconded – JQ** | **Interviews to be undertaken the week commencing 26 June**  **POs to send personality test to potential candidates**  **POs to prepare letters for the unsuccessful applicants** |
| **6** | **CBT Development** |  |
| NB joined 12:45pm | * 1. **Purple House – Dialysis Unit (presentation from Purple House)**   Sarah and Gabriel provided an overview of the purpose and opportunity for Purple House in Borroloola.  JQ – overview of how Purple House got in contact with the CBT regarding the development  AB – need to get local people trained in dialysis to take up the nursing roles. Need to get people back to the community for health care. Bring the training to the community – on country.  JQ – this is an opportunity to get the dialysis that responds to the needs of the community. SS agrees this is needed.  JQ – CBT development provides an opportunity that avoids dealing with government or NLC processes, will get the facility sooner. Solves land tenure and land availability issues.  SS – health issues and dialysis is needed  Gabriel – great there is a project we can fit into. Has funding to run the service.  Sarah – this is a community-controlled organisation and wants to do what is best for the community. The community has a say in how the facility is running. A committee will be established with local people.  Gabriel – DIPL advised it could be 2-3 years potentially before the land issue is resolved. Build would take 6 months. Flexible for how the funding can be used and the timeline for when it needs to be used. Potential for a long term lease with the CBT.  **Board are happy to support the POs continuing to progress the discussions with Purple House.**   * 1. **NIAA Funding Agreement Negotiations and Project Costs**   Noted   * 1. **Tendering and Procurement**   JG – advised Cozens Johansen are developing a Procurement Policy for the CBT.  SS – will run this by Glencore legal team.   * 1. **Next Steps**   Separate entity structure – POs seeking advice from Cozens Johansen and Finance team on the establishment of a separate entity for the CBT development  JQ – develop concept sign for the corner of the CBT development site to show what is coming, include renders etc.  MB – will be good to know what the Commonwealth expects in terms of public engagement and media etc. and not lose that opportunity  JQ – if there is a shortfall, need to get documents available if we need to get funding from elsewhere  **Resolutions**   1. **The Board supports the establishment of a sub-committee and nominates the subcommittee members to oversee the delivery of the CBT Development**  * Jake Quinlivan * Sam Strohmayr * Mike Burgess * Marlene Karkadoo * Alan Baker * Adam Hatfield – advisory role  1. **Following Financial Close and execution of Funding Agreement, the Sub-committee seeks quotes and engages Project Management Services and a Client Representative.** 2. **The Board agrees to the drafting and adoption of a Procurement Policy for the CBT** 3. **Seek advice from Cozens Johansen for establishing a new subsidiary/entity of the Trust for the purposes of the CBT Development**   **Moved – MK**  **Seconded – ND** | **POs to continue engaging with Purple House on the plans for integrating with CBT Development**  **POs to send draft Procurement Policy to the Board for review**  **POs to seek advice from Cozens Johansen on new entity structure**  **POs to provide update to the Board on the NIAA funding agreement once received** |
| **7** | **Current Grants / Project Management** |  |
|  | * 1. **Completed / Acquitted Grant Projects**      1. Flinders University - Jakarda wuka (Too many stories): narratives of Yanyuwa rock art from Yanyuwa Country – book will be distributed to Yanyuwa families      2. Mungoorbada Aboriginal Corporation – Cuts for Clans      3. Borroloola Health Clinic – Women’s House Opening   2. **Approved Grant Projects**      1. John Moriarty Foundation – Scholarship – acquitted up to Milestone 6      2. Artback NT Remote Arts and Culture Program 2020-2023 – acquitted up to Milestone 4      3. Mabunji Li-Anthawittiyarra Sea Ranger Unit – Fauna Monitoring on Maria and North Island NT - acquitted up to Milestone 5      4. Borroloola Football and Sporting Club – Borroloola AFL 2021 – acquitted to Milestone 3 – **final payment to be rescinded**      5. Borroloola School Breakfast Program 2021-2024 – acquitted to Milestone 4      6. RGRC Sports Courts – acquitted to Milestone 1 - Overdue - awaiting update from RGRC      7. RGRC Healthy Pets Healthy Communities 2022-2024 – acquitted to Milestone 2      8. MAWA – Scrap Metal Clean Up – acquitted to Milestone 1 – on hold      9. Many Rivers Microfinance - Microenterprise Development Support to Borroloola and surrounding area - agreement executed      10. MAWA – Back Roads Bush Tracks 2022 – agreement executed      11. MAWA – Broke n Spanners – agreement executed      12. Vulcana Women’s Circus – Youth circus and empowerment – program to be restarted      13. Waralungku Arts – Accessibility and Maintenance – acquitted to Milestone 1      14. Jarrdimba Bayamku Aboriginal Corporation – Seven Emu Infrastructure – acquitted to Milestone 1      15. JMF – After School Program – acquitted to Milestone 1      16. Borroloola School – Two Way Learning Program 2023-2024 – agreement executed      17. Borroloola School – Jimblah Program – agreement executed      18. Borroloola School – Canberra Excursion – agreement executed   3. **Commitments / In-principle**      1. Flinders University – Archaeology on Marra Country – ARC funding confirmed. Project start delayed to January 2024.      2. MAWA/Outbush Photography – awaiting funding agreement | **POs to confirm distribution requirements for the Yanyuwa rock art book.**  **POs to advise the Borroloola Football and Sporting Club the final payment is to be rescinded.**  **POs to provide feedback to Many Rivers regarding program delivery**  **POs to provide feedback to MAWA on delivery of programs**  **POs to work with Artback NT on a new program for beyond 2023** |
|  | **Presentation – Borroloola Amateur Race Club** |  |
|  | Kayla Creighton and Dale Brock   * Facilities Upgrades required   Have requested funding from the CBT for ‘band aid’ repairs to the rodeo grounds to make it a safe event for 2023.  The funding is for the materials, the electrical work, water.  There is no disability access to the facility – need to fix the toilets and include ramps.  Rodeo arena needs work. Currently only using the campdraft arena. |  |
| **8** | **Future Grants / Applications** |  |
|  | * 1. **Expressions of Interest**      1. Mabunji Wunala Creche – Mural and Educational Resources and Equipment   SS – what is the size of murals. Need more detail on the size, amount of paint.  JQ – would like to see a co-contribution. Is there funding available from elsewhere? The educational resources should be funded but the mural is outside of the scope for government funding.  AB – will the artists get paid  **Decision: Approved for Full Application**   * + 1. MAWA – NAIDOC 2023 For our Elders   AB – would like to see shirts to commemorate the NAIDOC theme  JQ – need a budget breakdown and co-contribution  **Decision: Approved for Full Application**   * 1. **Current full applications**      1. Dragon Claw Charity - Borroloola ‘Medicine Adherence’ Video   AB – cultural sensitivities around using actual people in images and videos. How will this be managed? Should be making animations instead of real life.  JQ / AB – Concern about the level of engagement with key people that has been done  **Decision: Deferred and additional information requested**   * + 1. Borroloola School – Community Activities for Adults   JQ – supportive since it is outside of the school budget and outside of school time.  SS – Example of a good application.  AB – good.  **Decision: Approved**   * + 1. Waralungku Arts – Training and Events 2023   **Decision: Approved**   * + 1. Waralungku Arts – Arts Supplies and Equipment   In principle support for the supplies – once a manager is on board the funding may be provided.  Support for the air conditioning.  **Decision: Approved for the air conditioning component only**   * + 1. Borroloola Amateur Race Club – Facilities Upgrades   **Decision: POs and local Directors to seek more information and bring back to the board for an out of session decision.**   * + 1. Mabunji Sea Rangers – Indigenous Knowledge Transfer Camp Trailer   JQ – ensure it is available for other community entities to use.  **Decision: Approved**   * + 1. GYRACC – Virtual Reality Exhibition Waralungku Arts Centre   **Decision: Approved**   * 1. **Awaiting full applications**      * + 1. Mabunji – Musical Instruments and Equipment     2. ~~Mabunji – Yanyuwa Town Square~~ | **POs to prepare letters to applicants advising of outcomes of EOIs and Full Applications**  **POs to remind grant recipients of social media / acknowledgment requirements**  **POs to seek additional information from Dragon Claw Charity on their project.**  **POs and local Directors to seek more information on BARC application and bring back to the board for an out of session decision.**  **POs to provide feedback to GYRACC on the exhibition content** |
| **9** | **CBT-led Projects – Plan C updates** |  |
|  | * 1. **Wiyi Yani U Thangani (Women's Voices) National Summit – update from CBT Directors**   MK provided overview of attending the summit   * 1. **Academic Assistance Bursary – update**   SS – this program needs to get recognition  JQ – suggest profile focus on it – get Campaign Edge Sprout to do this as part of their first scope   * 1. **Borroloola Signage Strategy – update**   AB – not only Yanyuwa names, also names in Garrwa language  JG – how do we resolve this? Do we need to get the names for as many languages as possible?  POs will work with John Bradley and other appropriate people to determine the place names in all languages  CBT Development name – Ngambala Project. Means everyone together. Suggest as a working title but for local Directors to check with local families it is appropriate.   * 1. **Creative Agency engagement – update**   JQ – include a half page in NT News once a year.  RR – happy to assist where possible.  Board are happy to support the revised proposal from Creative Edge Sprout.  Potential to hold an event this year for promotion of the Trust. | **POs to contact schools involved in the bursary program and seek feedback/outcomes, as well as any social media acknowledgement**  **POs to include the bursary as part of Campaign Edge Sprout scope**  **POs to continue to work on the place names for the signage strategy**  **Local Directors to determine if the suggested name for the CBT Development is appropriate through engagement with community and families**  **POs to formally engage Creative Edge Sprout for the creative services** |
| **10** | **Other Business** |  |
|  | * Director Requirements ABRS – Director Identification Number   Ongoing  JQ – am a JP so can assist where possible   * Women’s Softball Team   JQ – need to focus on local capability. Should focus on Borroloola first and then look at travelling elsewhere for games.   * Director flights   **Resolution – Flight access through MRM is available for CBT business only and can be requested via the Project Officers. Anything beyond CBT business should be requested directly through MRM.**  **Moved – JQ**  **Seconded – ND**   * Director Responsibilities   Suggest a letter is sent to Directors as a reminder of expectations, responsibilities, flights and code of conduct   * New male Community Director   Will call for Nominations for local Male Director via Facebook and through the CBT local Directors  Voting will be via Facebook survey   * Next Board Meeting – late August   Proposed for Wednesday 23 August | **POs to continue to follow up on the Director IDs**  **POs to prepare a letter for CBT Directors as reminder of Director responsibilities and Trust expectations**  **POs and local Directors to seek nominations for the CBT local male community representative**    **POs to arrange logistics for the next CBT Board Meeting** |
|  | **Summary of actions arising** |  |
| **Meeting closed: 4:45pm** | 1. **POs to arrange gift and certificate for Stan Allen. JQ can assist from Katherine.** 2. **RR to acknowledge Stan’s contribution in the MRM Memorandum.** 3. **POs to make application to the Place Naming Committee to change name of Searcy Street – appropriate name needs to be determined** 4. **POs to advise Deloitte of the resolution for the Term Deposit** 5. **TM to determine if there is an exit fee for the BT Fund** 6. **CBT to engage the services of a Financial Advisor to assist with this decision** 7. **POs to share with SS the original EOI and responses.** 8. **POs to develop a brief for the CBT Financial Management Services** 9. **POs to seek advice from Cozens Johansen on any legal implications for the Financial Advisor** 10. **POs to provide feedback to RC on the scope of works to develop a brief to engage a Financial Advisor** 11. **Interviews to be undertaken the week commencing 26 June** 12. **POs to send personality test to potential candidates** 13. **POs to prepare letters for the unsuccessful applicants** 14. **POs to continue engaging with Purple House on the plans for integrating with CBT Development** 15. **POs to send draft Procurement Policy to the Board for review** 16. **POs to seek advice from Cozens Johansen on new entity structure** 17. **POs to provide update to the Board on the NIAA funding agreement once received** 18. **POs to confirm distribution requirements for the Yanyuwa rock art book.** 19. **POs to advise the Borroloola Football and Sporting Club the final payment is to be rescinded.** 20. **POs to provide feedback to Many Rivers regarding program delivery** 21. **POs to provide feedback to MAWA on delivery of programs** 22. **POs to work with Artback NT on a new program for beyond 2023** 23. **POs to prepare letters to applicants advising of outcomes of EOIs and Full Applications** 24. **POs to remind grant recipients of social media / acknowledgment requirements** 25. **POs to seek additional information from Dragon Claw Charity on their project.** 26. **POs and local Directors to seek more information on BARC application and bring back to the board for an out of session decision.** 27. **POs to provide feedback to GYRACC on the exhibition content** 28. **POs to contact schools involved in the bursary program and seek feedback/outcomes, as well as any social media acknowledgement** 29. **POs to include the bursary as part of Campaign Edge Sprout scope** 30. **POs to continue to work on the place names for the signage strategy** 31. **Local Directors to determine if the suggested name for the CBT Development is appropriate through engagement with community and families** 32. **POs to formally engage Creative Edge Sprout for the creative services** 33. **POs to continue to follow up on the Director IDs** 34. **POs to prepare a letter for CBT Directors as reminder of Director responsibilities and Trust expectations** 35. **POs to continue discussions with the art centre regarding master planning and the keeping place** 36. **POs and local Directors to seek nominations for the CBT local male community representative** 37. **POs to arrange logistics for the next CBT Board Meeting** |  |