



arts northern rivers

**APPROVED MINUTES
ARTS NORTHERN RIVERS GENERAL BOARD MEETING**

10am Friday 10 February 2012
2/5 Bruxner Highway, Alstonville, NSW

Present: Susan Meehan (Chair), Ruth Tsitimbinis, Jude McBean, Jyllie Jackson, Jim Simmons, Wayne Halcrow, Vanessa Eden and Peter Wood (ex officio).

Apologies: Phil Silver, Isaac Smith, Jan Barham, Dot Holdom and Joan van Leischout

1. WELCOME

- Acknowledgement of Country
- Welcome
- Apologies

Chair, Susan Meehan acknowledged country and opened the meeting. She welcomed Rebecca Coyle. Apologies from Phil Silver, Isaac Smith, Jan Barham, Dot Holdom and Joan van Leischout were noted

2. MINUTES OF LAST MEETING

- Minutes of the **extraordinary meeting** held Friday 9 December, 2011
- Matters arising

Matters Arising

Delegated Authority report – conversation took place regarding the delegated authority report, which recommended the authority to allow movement of funds by 2 management signatories (CEO and Financial Officer).

While the report outlined the delegated funds this would apply to members of the Board still felt more measures to safe guard against possible misuse use of funds were needed.

Motion: that the CEO and Financial Officer prepare an example of financial reports with clearer narration of financial activity and to present this to an extraordinary meeting of the Board.

Moved: Wayne Halcrow
Seconded: Ruth Tsitimbinis
Carried: Yes

An amendment to the proposed motion was requested and to be presented at the next extraordinary meeting and to read:

"All Cheques, drafts, bills of exchange, promissory notes and other negotiable instruments shall be signed by the Executive Officer and one board member or by delegated authority. Records of All transactions will be reported to the board with appropriate reconciliation and documentation."

The CEO will call for an extraordinary meeting to take place after the next ordinary meeting of the Board on Friday 13 April 2012 and will include an agenda and the above-amended motion for consideration.

Motion to accept the minutes of the **extraordinary meeting** held Friday 9 December 2011.

Moved by: Wayne Halcrow

Seconded: Sue Meehan

Carried: Yes

- Minutes of the **ordinary meeting** held Friday 9 December, 2011
- Matters arising

Motion to accept the minutes of the **ordinary meeting** held Friday 9 December 2011.

Moved by: Wayne Halcrow

Seconded: Sue Meehan

Carried: Yes

4. FINANCIAL MANAGEMENT

- Internally restricted funds report
- Accounts for Approval
- Reports to the end January 2012

Grant Binns presented the accounts and financial reports for the period December 2011 to January 2012 for approval.

The report regarding Internally Restricted Funds was discussed. An amendment was made to the proposed motion and put to the Board:

It was agreed to make the following amendment to the motion:

Motion: To approve \$104,345 to be placed on term deposit and to quarantine the funds with 6-month maturity and the internally restricted funds figure to be reassessed at that interval. These funds can be drawn upon at the discretion of the Board for special projects, employee liabilities and other items as approved by the Board.

Moved: Wayne Halcrow

Seconded: Jim Simmons

Carried: Yes

Motion: To approve the accounts and reports for the period December 2011 – January 2012

Moved: Wayne Halcrow

Seconded: Jyllie Jackson

Carried: Yes

5. HUMAN RESOURCE MANGEMENT

- Staff
- Contracts
- Staff Structure

The CEO reported that all staff had now returned from leave. Helen Fry (interim Communications Officer) has now finalized her contract with Arts Northern Rivers. The CEO expressed thanks for Helen's work over the last 6-months. CEO reported that Julie Clark had now resumed her role as Communications Officer. The CEO also thanked Julie for her work over the last 6-months as acting CEO/RADO. CEO reported his intention to extend all contracts and agreements to the end of the financial year to allow time to assess the current staffing mix and structure

The CEO Will submit a report and recommendation to the Board at the June meeting regarding staff structure and personnel.

The CEO reported that the Indigenous Arts Development Officer position is funded until the end of June. An application to the Office for the Arts has been submitted for another 12 months funding for this role.

7. CORRESPONDENCE IN/OUT

The following correspondence was tabled:

- Thomas Noble and Russell - Audit agreement. Financial Officer has reviewed it and recommends signing.
- Email from Arts NSW advising acquittal for year 1 of Triennial funding has been accepted as satisfactory – and confirming release of this year's funding \$100,000K
- Letter from Office For The Arts – reminder of performance Information report for IABC. CEO reported this has been submitted
- Signed MOU from Accessible Arts received, counter signed and returned.

6. CEO REPORT

CEO Report October – November 2011

- Acknowledgement of staff reports
- Core activities updates
- Project updates
- Stakeholder meetings
- Funding / Grants

The CEO's report was tabled (attached to these minutes)

Motion to acknowledge the CEO and staff reports.

Moved by: Jim Simmons

Seconded: Ruth Tsitimbinis

Carried: Yes

7. TEA BREAK

10. CEO FORWARD PLANNING

- Calendar 2011/12
- Significant Meetings
- Council Activity
- Creative Industries Consortium Meeting
- Acquittals due

CEO reported that the Festival and Events Forum will be rescheduled – currently liaising with Forum members to identify best date and agenda for the Forum.

The CEO will attend the RADO meeting in Sydney on Monday 20 and Tuesday 21 February and will return to the office on Wednesday 22 February.

The CEO reported that he is currently establishing meetings with all councils for presentations about ANR and support provided for each LGA. Richmond and Tweed presentations are currently confirmed.

CEO has joined the Byron Shire Council's Public Art Policy Implementation Committee.

The next Creative Industries Consortium meeting will take place Wednesday 22 February. The CEO is working with Screenworks to finalise agenda.

Funding and acquittal deadlines are identified in the CEO Report circulated with these minutes.

11. NEW LOGO

The CEO presented the final version of the new Arts Northern Rivers logo. The logo will be included on all ARN print and electronic collateral and will be rolled out in the next month – in conjunction with Arts Northern Rivers social media strategy (Facebook, Twitter and YouTube)

12. DRAFT 2011 ANNUAL REPORT

A final draft of the 2011 Annual Report was presented to the Board. Discussion took place regarding distribution of the annual report – to include all stakeholders, appropriate state and federal members of parliament. Pending final numbers of printed copies distribution may include key regional galleries, libraries and other outlets. The Communications Officer will prepare a final distribution list.

Discussion about cultural sensitivities regarding use of indigenous images was raised. The CEO will check images with IADO to ensure no offence to the Indigenous community.

Motion to officially thank Natalie Bull for her design work for the 2011 Annual Report and new branding / logo.

Moved: Jyllie Jackson

Seconded: Wayne Halcrow

Carried: Yes

13. Development of 3-Year Business Plan 2013 - 2015

- Process / Workshop
- Deadlines

The CEO presented a critical path for the development of the 3-year business plan including individual components of the business plan with key activity, time line and responsibilities.

The Board agreed to participate in a half-day workshop aimed at developing a new mission statement, a guiding principles statement and SWOT analysis. The Board agreed to have this workshop facilitated by an independent consultant.

The date nominated for the workshop was Friday 24 February – 12 noon to 4PM. The CEO will contact Jill Eddington to gauge her interest and availability (and associated costs) to act as the facilitator for this workshop.

15. BOARD MATTERS

- New Board vacancies
- Arts Law Membership
- Board Governance/Training

New Board Vacancies

Discussion took place regarding Jude McBean's conversation with Richard Kemp and his interest in joining the Board. Richard has been proposed as a potential Board member because of his strong legal background.

Discussion also took place regarding Rebecca Park as a potential Board member. Rebecca has a strong background in fundraising and marketing and currently runs her own business – 'Gifted PR'.

Discussion also took place regarding the need for a Board induction pack – outlining governance, structure of the board and Arts Northern Rivers, responsibilities of Board members, a short history of ANR, OH&S compliance etc.

It was recommended that the CEO prepare an outline of contents for a Board induction pack to be presented to the next Board meeting.

Motion: The CEO and Chair to contact Rebecca Park and Richard Kemp to set up a meeting to discuss the possibility of joining the Arts Northern Rivers Board.

Moved: Sue Meehan

Seconded: Wayne Halcrow

Carried: Yes

Arts Law Membership

The CEO reported that ARN is now a member of Arts Law.

Board Governance / Training Opportunities

The CEO reported on the availability of a Board/CEO training program offered by AbaF – taking place 29 March in Sydney. The CEO also reported that he has spoken with AbaF about a potential tailored workshop for ANR Board looking at issues of governance, co-opting members etc. After discussion it was felt the AbaF workshop on 29 March was more suited for the CEO and would wait to hear back from AbaF regarding a tailored workshop.

16. UPDATE FROM MEMBER COUNCILS

Ballina: 1st Meeting of Councilors / Public Art Policy committee to take place soon and flagged involvement of ANR. Northern Rivers Community Galleries opening several shows this weekend including the Connecting Communities (Accessible Arts) launch on Saturday at 2pm. Naval Museum is in need of support. Essential Energy – involved in public art project that will see various power boxes throughout Ballina used for artwork.

Byron: no report

Clarence Valley: Grafton Regional Gallery Tracey Moffatt exhibition opens this evening. Arts Northern Rivers CEO to officially open the exhibition. Seniors / Heritage week coming up. Art at Large Billboards are being accessed by the Gallery for Clarence Valley / Gallery promotion messages. EOI for Grafton Regional Gallery Artist in residence program.

Kyogle: Unsuccessful in 2nd round of infrastructure funding for Gallery. Influx of developers as had an upward impact on rents in the main street of Kyogle. Cinema to be reopened by 'Growing Kyogle Committee'.

Lismore: General Manager of NORPA – last day today. NORPA has looked at a restructure with Artistic Director becoming a CEO role. Railway Wonderland project opening in March (a community collaboration project by NORPA). Star Court Theatre is under new management.

Richmond Valley: Public Art Policy consultations will commence in the next few months. Jimbama Exhibition opens this Saturday. Gallery has expanded. Crankfest takes place 28 April and linked to Youth Week conference.

Tweed: no report.

17. OTHER BUSINESS

Jim Simmons raised concerns about the restricted funds policy adopted by the Board and asked for clarification on implications this may have on ATO and funds distribution should the organization wind up. In particular Public Funds Vs Restricted Funds.

The Board requested the CEO to seek clarity on any implications that may arise from the establishment of restricted funds.

18. CONFIRM NEXT MEETING, TIME, DATE AND VENUE

- Next Board meeting, Friday 13 April, 2012

16. CLOSE OF MEETING

The meeting closed at 12.50pm.

ARRTS

NORTHHERN

RIVERS