

Minutes

Date: Thursday 6 January, 2022
Time: 10:00am
Location: WebEx Online

Board of Directors and Staff Attendees

| Directors | MNSW |
|---|----------------------------|
| Darren Gossling Annaliese Cawood David Cooke Madeleine Bowditch Chelsea Cheney Kate Peck | Lauren Werrin (Acting CEO) |

- | No | Item | |
|-----------|---|-----------------|
| 1. | Meeting Opening | (5mins) |
| 1.1. | Meeting Open by the Chair at 10:00am. | |
| 1.2. | Apologies There were no apologies noted. | |
| 1.3. | Director conflict of interest declarations The Board discussed and agreed on the best practices for dealing with Director conflicts of interest. All board members listed any actual, perceived and/or potential conflicts of interest. The Board agreed that a register be established and that at the beginning of each Board meeting an agenda item will address whether there are any changes to the fit and proper status or the conflict of interest status. | |
| 2. | Matters Arising for Decision | (35mins) |
| 2.1. | Board Culture The Board discussed and agreed that they will work as a professional Board with resetting culture and the need to function at a strategic and governance level. | |
| 2.2. | Election of Chairperson and Deputy Chairperson The Board discussed and agreed to the process for running the election of the Chair and Deputy Chairperson. | |

Director Cawood moved to nominate Director Gossling to Chairperson of the Board. Director Cooke seconded Director Cawood's nomination. Director Gossling accepted the nomination for Chairperson.

Director Cheney moved to nominate Director Cawood as Deputy Chairperson of the Board. Director Gossling seconded Director Cheney's nomination. Director Cawood accepted the nomination of Deputy Chairperson of the Board.

2.3. Board Meeting Agenda and Structure

The Board briefly discussed board member tenure and agreed to have it added to the agenda for the next Board meeting.

The Board discussed the need to form several sub committee's and agreed to add further discussion and committee member appointments to the next Board meeting agenda.

The Board also discussed the next Board meeting and how the meetings will be run, what the agenda's will comprise of, structure of financial reports and reporting against the business plan.

2.4. Policy Review

The Board agreed to prioritise a policy review and set strategy and business plan in consultation with the CEO once appointed. Director Peck provided an update of the CEO recruitment process.

2.5. Centralized Licensing

The Board briefly reviewed MNSW decision to move to centralized licensing and agreed that the next step should be to meet with MA and MNSW accountant for any further discussion.

2.6. MNSW Constitution

Chairperson Gossling called for interest from the Board regarding the sub committee. Directors Cooke, Cheney and Bowditch volunteered.

2.7. Legal Representation

The Board discussed the decision made by the interim Board to end Teddington Legal Agreement and seek new legal counsel. The Board agreed unanimously to continue with this resolution.

2.8. Nowra District MCC Board Member Delegation

Chairperson Gossling called for interest from members who wished to be on the Board for Nowra District MCC. The Board agreed unanimously that Directors Cheney and Gossling be on the Nowra District MCC Board and Director Peck agreed to stay on.

3. Meeting Close

- 3.1. Meeting closed at 1:10pm