



**PROTECT
ALL
CHILDREN
TODAY INC**
PACT

MINUTES
BOARD OF MANAGEMENT MEETING
6.30pm Thursday 5 November 2009
QPS, Roma Street, Brisbane

1. Opening/Attendance/ Apologies

The Meeting was opened at 6.30pm. The Chairperson welcomed the new members of the Board.

Attendees: Nicholas Tucker (Chair), Bev Threlfo, Shai Shandil, Trevor Hook, Justine Devine, Marj Evans, Antoinette Aquilina and Jo Bryant.

By Proxy: Alexandra Brook.

2. AGM Alleged Constitutional Breaches - See Attachment A Preliminary Discussions

Motion: *It was resolved that based on the advice of the PACT Solicitor and the discussions held that the current membership constitutes a valid Board of Management for the purposes of the PACT Constitution and the Associations Incorporations Act and that no breaches to the Constitution occurred.*

(Moved: Nicholas Tucker Seconded: Marj Evans)

Decision: *Agreed.*

3. Minutes of previous meetings 27 August 2009

One amendment in Item 4.1.1 was identified to the August 2009 minutes.

Motion: *That the amended minutes of 27 August 2009 were considered an accurate record of discussion and decisions taken by the two remaining Board members present.*

(Moved: Bev Threlfo Seconded: Nicholas Tucker)

Decision: *Accepted.*

4. Business arising from previous minutes

Nil.

5. Reports

5.1. Finance Report

It was noted that the organization continues to operate within budget with no identified variances greater than 20%.

Motion: *That the Board of Management accept the Financial Report.*

(Moved: Shai Shandil Seconded: Bev Threlfo)

Decision: *Accepted.*

5.1.1 Approval/Ratification of Expenditure

Members were referred to the cheques issued since the August Board of Management meeting. It was noted that the Treasurer would establish an electronic account for internet banking to support staff with financial authorizations whenever required.

Motion: The Board of Management ratify the financial expenditure as set out in Agenda Paper 5.1.1 and approve for the Treasurer to establish an electronic account for internet banking purposes.

(Moved: Shai Shandil Secoded: Antoinette Aquilina)

Decision: Expenditure Ratified and Approved.

5.2. Staff Report

The issue of membership of the organization was raised and the vetting process involved. It was agreed that the membership process of the organization be reviewed and discussed at a future meeting. The Secretary offered to contact a range of agencies such as Peakcare, The Abused Child Trust, Bravehearts etc. to obtain information on their membership processes.

The Executive Manager provided feedback from the recent meetings with the Attorney-General and staff of the Office of the Director of Public Prosecutions in relation to new privacy protocols being introduced which will negatively impact on the information being provided to CWSV in relation to Conferences being held with PACT clients. The Chairperson undertook to contact the Director of Public Prosecutions to raise PACT's concerns in an informal manner.

The Chairperson advised of a recent meeting with the Attorney-General and provided feedback on the issues discussed.

Motion: That the Board of Management note the information provided by staff and approve the membership applications of Judith Ellis.

(Moved: Marj Evans Secoded: Justine Devine)

Decision: Noted and approved.

5.3. Reports from PACT Sub-Committees

The Chair referred to the past Sub-Committees of PACT being the PACT Clinical Committee, the Educational Sub-Committee and proposed a new Sub-Committee established to look at Legislative/Legal Reforms and provide feedback on proposed legislation.

The Chairperson explained that he could not continue on the Clinical Committee due to his duties as a Barrister.

In relation to the Educational Sub-Committee it was noted that the Board need to give consideration to the value of holding another large conference in 2011 though acknowledged that the Conference is a good way of building PACT's community profile and reputation.

It was further agreed that it is vital for the CWSVs to attend a yearly or two yearly Conference for their role specifically to provide refresher training and to build networks throughout Queensland. The Board put on record their commitment to holding a regular Conference for the CWSV.

Members were asked to give consideration to their involvement on the various Sub-Committees for discussion at a future Board Meeting.

6. Specific Items:

6.1. Board Induction

The Chairperson raised the issue of a Board induction and sought feedback on what members wish to do in relation to this matter. It was suggested that informal get togethers were valuable and Bev Threlfo kindly offered her house as a venue.

6.2. Future Meeting Structure and Dates

The dates of future meeting were discussed and members were invited to provide any comment in relation to their future availability. It was acknowledged that members may participate by proxy. However, the Chairperson advised that if this is to occur that members need to provide written comment on each agenda item, prior to the meeting.

Members were referred to the process introduced in April 2009 whereby the meeting was split into Part 1 and Part 2 with the Executive Manager exiting the meeting for the Board deliberations. The Chairperson invited members to provide comment on this approach. It was unanimously agreed that this practice be discontinued due to the communication and minute ratification issues that have arisen.

It was further agreed that the ratified Minutes of each Board meeting be placed back on the PACT website.

Motion: The Board of Management resolved that the ratified Minutes of each Board meeting be placed on the PACT website.

(Moved: Nicholas Tucker Seconded: Justine Devine)

Decision: Approved.

6.3. Staff Performance Review Process

The Executive Manager explained the staffs' concern over Antoinette Aquilina's ongoing involvement in the Performance Appraisal Process. Ms Aquilina advised that she had been informed by the former Secretary that the last review process was flawed as staff were only provided with positive feedback. The Executive Manager confirmed that staff had been provided with "verbatim" comments provided from the external questionnaires.

Robust discussion occurred around who should be involved in the staff Appraisals.

NOTE: The Executive Manager exited the meeting at 8.45pm and returned 9.10pm.

Motion: The Board of Management resolved that the staff performance reviews be undertaken by Bev Threlfo and Antoinette Aquilina and include the Executive Manager. It was also agreed that the performance appraisal process be reviewed at the completion of this round of interviews. (Moved: Nicholas Tucker Seconded: Justine Devine)

Decision: Approved.

7. General Business

7.1. Agenda Items for the December Board of Management Meeting

PACT Relocation
Sub-Committees
Membership Process
Electronic signature process

8. Date of next meeting:

10.30am 9 December 2009, Caddy Shack, Victoria Park Golf Course, Herston.

9. Closure

The meeting closed at 9.15pm.



Nicholas Tucker
Chairperson

Attachment A

Preliminary Discussion

AGM Alleged Constitutional Breaches

The Chairperson provided members with background in relation to the matters raised and the rationale for addressing this item at the beginning of the meeting. He proposed that the normal agenda be suspended until the issues had been discussed as the allegations questioned the validity of the Board. He further proposed that if a resolution could not be reached that an Administrator would have to be appointed for an interim period to enable the organization to continue to operate.

The Board member raising the issue explained that she felt that she had a duty to bring the matters raised to the attention of the Board. Members were referred to the letter from the PACT Solicitor with items 1, 2, 4 and 5 discussed in sequential order. In relation to item 1, the Executive Manager tabled the with compliments slip accompanying the Board Nomination submitted by the former Chairperson which validated the practice of Nomination Forms being provided to PACT staff rather than the Secretary personally.

In relation to Item 3, a possible conflict of interest, the member raising the issues indicated that she still believed that the Board cannot operate effectively should an issue arise in relation to PACT's computer system. The Chairperson invited Mr Shandil to respond. Members noted that clarification and advice had been sought prior to Mr Shandil's nomination to ensure that no potential conflict was evident. He further explained that rather than there being a warranty there is a system's support arrangement in place for any ongoing assistance/modifications required. The Chairperson also confirmed that Mr Shandil's nomination as Treasurer was raised with the Board at their August meeting and that the Board indicated their support. It was acknowledged that the new Treasurer brings to the table a wealth of knowledge of PACT operation and demonstrates business acumen. The Executive Manager reminded members that Mr Shandil was involved in scoping and then redeveloping the PACT Client Database which is only one aspect of PACT's computer system and a product that is not likely to result in ongoing warranty of financial matters. The Chairperson acknowledged that there is clearly no conflict of interest evident and asked members to indicate their support for Mr Shandil to continue as Treasurer. Unanimous support was given.

A member advised of her disappointment in the process of writing to the Board without seeking clarification in the first instance and felt that many of the claims could have been discounted prior to PACT engaging the Solicitor and incurring unnecessary legal costs.

Mention was made to the Siggins Miller Review and the need to ensure that the outcomes are considered. It was acknowledged that the Review was undertaken in 2004-2005, though that the recommendations resulted in significant change for the organization with much work having been done to address the "them and us" mentality that had previously existed.

The Executive Manager advised that given that the allegations were of a serious nature and questioned the professionalism and integrity of her conduct personally that she requested a written apology and acknowledgement that the allegations were unfounded. The Chairperson agreed to discuss this matter under other business.