

**Meeting of Council
7 July 2015
Crosby Morrison Room**

Minutes

Attendance

Members: Lesley Jackman (Chair), Dennis Ayliffe, Christianna Cobbold, Jan Finley, Marion Jones, Rita Maclachlan, Ian Primrose, Sue Serjeantson, Barbara Tyler.
Ex officio: Peter Byron, Rosella Hampshire, Steve Speer, Judy West.
Co-opted: Glenys Bishop, David Coutts, Barbara Podger
Apologies: Alan Munns.

1. Opening and confirmation of agenda

The meeting was opened by the Friends' President, Lesley Jackman, at 2:30 PM.

2. Minutes of Council Meeting 2 June 2015

No amendments were made to the minutes; they were taken as read and accepted.

Resolution: Council accepts the minutes of the June 2015 Council meeting.

Proposed: Barbara Tyler. *Seconded:* Christianna Cobbold. **Carried.**

3. Matters arising from February 2015 Meeting Minutes

3.1 Retention of financial records

3.1.1 Amendment to Minute 5.3.1 June 2, 2015 meeting.

- At the June 2015 meeting the Treasurer asked Council's view about the time period for keeping records of paid invoices and Council agreed that two financial years was sufficient noting all invoices have been sighted by the auditor and the audited financial statements are kept for seven years.
- Subsequently, Jan Finley advised this minute was not in accord with the requirements of the Associations Incorporation Act 1991, Section 71 and the Australian Charities and Not-for-Profits Commission Act 2012, Section 55.5. Both Acts make it mandatory that the Friends retain accounting records/financial records for at least 7 years after which the transactions relate and both Acts make it clear that accounting records/financial records include invoices and receipts. Furthermore the revised draft Friends Constitution states *'The Friends must retain financial records for seven years after transactions covered by the records are completed.'*
- Council agreed that Minute 5.3.1 of the 7 July 2015 meeting must be rescinded and a new resolution made clarifying the Friends will retain all financial records for a period of seven years in accordance with legislative requirements.

Resolution:

1. Rescind Minute 5.3.1. of 7 July 2015 Council meeting.

5.3.1 The Treasurer asked Council's view about the time period for keeping records of paid invoices. Council agreed that two financial years was sufficient as they all have been sighted by the auditor. The audited financial statements are kept for seven years.

For the following reasons:

It is not in accord with the legislative requirements of the

- Associations Incorporation Act 1991, Section 71, Account records which states that
An incorporated association must –
(c) *retain its accounting records for at least 7 years after the transactions to which they relate were completed, or the*
- Australian Charities and Not-for-Profits Commission Act 2012, Section 55.5, which states
(4) *Subject to subsection (5), the registered entity must retain the records for 7 years after the transactions, operation or acts covered by the records are complete.*

- Associations Incorporation Act 1991, Section 71; and
- Australian Charities and Not-for-Profits Commission Act 2012, Section 55.5.

2. The Friends will retain all financial documents for a period of seven years in accordance with the legislative requirements of the:

- Associations Incorporation Act 1991, Section 71; and
- Australian Charities and Not-for-Profits Commission Act 2012, Section 55.5.

Proposed: Jan Finley. *Seconded:* Rita Maclachlan. *Carried.*

3.1.2 Storage of records

- Ian Primrose, acting Treasurer, offered to look into options for storage of Friends hardcopy financial records and report back to the next meeting.
- In the broader context, Jan Finley and Rita Maclachlan undertook to audit Friends' records, both hardcopy and electronic, with a view to developing an archival policy for the future.

4. General Business

4.1 Summer Concerts including sponsorship

- The ANBG discussed pushing back the commencement date of the Summer Concerts to mid January based on sponsor feedback and attendance records over ten years. Council supported the proposal as long as there is a separation between the finish date of the Summer Concerts and the start of Enlighten, to which the ANBG was in agreement. The 2016 Summer Concerts will start 2 weeks later than in 2015 and run into February – they will start on the weekend of 16 and 17 January and end on the weekend of 6 and 7 February.
- The ANBG advised they are in the process of holding discussions with 2015 Summer Concerts corporate sponsors regarding their continued support in 2016. Additionally the ANBG is considering a broader sponsorship package.
- The President will contact Icon Water regarding their plans for continued sponsorship.

4.2 Public Art – way forward

4.2.1 Public Fund and tax deductibility

- The President will write to the Public Fund Management Committee to discuss the scope for involving the Fund as a suitable vehicle for tax-deductible donations for the tree-house/gazebo public art installation.
- Barbara Podger, chair of the Public Fund Management Committee, noted that since it was established, the Public Fund has not sought donations for specific purposes. However, recent advice is the Public Fund may seek funds for specific purposes that support the environmental purposes and objectives of the Friends of the ANBG and that are in compliance with relevant legislative requirements and guidelines.
- Judy West asked Barbara Podger about the Fund's decision making process for project funding. Barbara Podger explained the trustees usually consult with the Friends' Projects Committee who are able to research and advise on ANBG priorities. The ANBG may refer proposals directly to the Public Fund or refer to Council which may in turn refer to the Public Fund.

4.2.2 Steering Committee TOR

- The President advised that prior to meeting with Pamille Berg (consultant on the public art feasibility study) on 20-21 October, she will progress discussions with the ANBG on the joint Steering Committee's terms of reference and respective roles and responsibilities of the Friends and the ANBG in the project.
- Pamille Berg will give a presentation on the project's proposed process and timing to Council, Public Fund trustees, and relevant ANBG staff. Barbara Podger to confirm Public Fund trustees availability for either the 20 or 21st October.

4.3 Friends AGM 8 October 2015 – AGM notice

- The Friends 27th AGM will be held on 8 October 2015 at 5.30pm in the ANBG Theatrette. Sally Barnes, Director of National Parks will be the guest speaker and will talk on the recently launched Master Plan

for the Gardens.

- Nominations for election to Council should be lodged with Secretary by 1 October. Elections will be held for the position of Treasurer and one ordinary member of Council. If a current member of Council nominates and is elected Treasurer, there will be two ordinary positions available on Council.

4.4 AAFBG – Friends representation

- The President will investigate a replacement for Warwick Wright when he retires as the ANBG representative on the Australian Association of Friends of Botanic Gardens Inc. (AAFBG). He has represented the Friends since 1991 and is currently Vice President of the AAFBG.

4.5 Friends Green Army Application

- The ANBG Green Army application for construction of a walking path through ANBG grounds to the Arboretum was not successful. The application was supported by the Friends. The ANBG will re-apply in the next round.

4.6 Friends endorsement of Mountain Centre of Excellence

- Council discussed an invitation for the Friends to support a bid for an ARC Centre of Excellence for high mountain research. The bid partners comprise a consortium of universities, industry, government organisations and NGOs. The request came from Adrienne Nicotra, ANU. At present the bid includes ANU, Melbourne University, University of Tasmania, La Trobe University, UNSW and Wollongong University, Parks Australia, National Botanic Gardens in four States/Territories (including the ANBG), Energy Networks Australia, and Snowy Hydro. The Friends are not asked to commit resources. If the bid were successful it would provide for Friends' involvement in research and in project meetings.
- Judy West recommended the Friends support the bid. She noted the program is based on good science and has good principal investigators. The ANBG is a partner and she and Lydia Guja are involved. The work centres on research to develop new ways of assessing how changes in climate, hydrology and fire regime impact upon high mountain ecosystems, and vice versa. Current research occurs in largely isolated programs and independent labs.
- Council agreed to support the bid as it builds on the Friends past involvement in alpine research (cf the report on Australian Alpine Plant Research, Conservation and Management bringing together the latest research information on alpine flora) and enables the ANBG to build on their past contribution and expertise. Furthermore, the Friends' Plant Science Group has 20 members who are keen to have volunteering involvement in science projects. Judy West commented the Friends support demonstrates the organisation is progressive in its interest in science. The President will send a letter of support.

4.7 Spam filter on Friends email addresses

- David More has trialled, with good results, a spam filter for Friends' email addresses. Council agreed to his recommendation that the Friends take out an annual subscription with Spam Hero at a cost of US\$59.40.

Resolution: The Friends take out an annual subscription of \$US59.40 for a spam filter for Friends' email addresses.

Proposed: Ian Primrose. *Seconded:* Christianna Cobbold. *Carried.*

4.8 Constitution Review

4.8.1 Constitution Committee Report

- Jan Finley, convenor of the Constitution Committee, outlined the consultative steps required for the draft Friends' Constitution to be presented at the October 8 AGM. The draft *Constitution* accompanied by the *Background on Legislative Framework* and *Notes on Amendments to the Constitution* (Paper 4.8.2) were sent to all people on the Council contact list on 5 May 2015 for consultation. Two responses were received.

- The timetable for the remainder of the review and consultation process is as follows:

July	<p>Council</p> <ul style="list-style-type: none"> • To approve amendments to the <i>Constitution</i>. • To include amended <i>Constitution</i> on website for Friends' consideration with rationale/reasons for changes.
August	<p>Sub-committee</p> <ul style="list-style-type: none"> • To finalise amended <i>Constitution</i> and Explanatory Notes for the amendments. <p>Council</p> <ul style="list-style-type: none"> • To ratify amended <i>Constitution</i> for consideration of Friends at the general meeting. • 21 days notice of proposed recommendation to amend the <i>Constitution</i> to be given to members of the Friends.
September/October	<p>Members of the Friends</p> <ul style="list-style-type: none"> • To ratify amendments to the <i>Constitution</i> at the general meeting (changes must be ratified by 75% of the membership present at the general meeting).
November	<p>Council</p> <ul style="list-style-type: none"> • To lodge the amended <i>Constitution</i> with the ACT Registrar-General's Office. • Advise members of the amended <i>Constitution</i> through <i>Fronds</i>, Broadcast Email, and Website and arrange for amended <i>Constitution</i> to be included on the Friends' website.

Resolution: The Draft Friends' Constitution (dated 3 July 2015), with the Background on Legislative Framework, and Notes on Amendments to the Constitution be sent to Friends for consultation via Broadcast Email and website within the next week.

Proposed: Rita Maclachlan. *Seconded:* Ian Primrose. **Carried.**

5. Reports

5.1 ANBG Executive Director

- Judy West thanked the Friends for their support on ANBG Master Plan Open Day. There was good coverage by the media and a good turn-out by visitors. The Government has provided \$5 million capital funding (20% of total budget). The Master Plan has been well received, feedback has been good and it has been rejuvenation for staff.

5.2 ANBG General Manager

- Refurbishments of amenities and the Bookshop are underway. Large tree felling is continuing, the *Armillaria* burnout is underway.

5.3 ANBG Friends Liaison

- NAIDOC week activities include the Ernabella NT community ceramics exhibition in the VIC.

5.4 Treasurer

5.4.1 Financial Report

- Marion Jones presented the June 2015 financial statement of receipts and outgoings. She noted that \$645 in an additional operating account for events had been omitted inadvertently from the report.

Resolution: Council accepts the June 2015 financial statement of receipts and outgoings.

Proposed: Ian Primrose. *Seconded:* Jan Finley. **Carried**

5.4.2 Implementation of the new financial structure

- From 1 July Ian Primrose took on the position of Acting Treasurer following the retirement of Marion Jones as Treasurer. Marion will continue on Council until the October AGM. Ian is supported in collection of event monies and banking by Friends volunteers, Kim Liston and Lisa Wilmot.

5.4.3 Confirmation of rollover of term deposit

- The rollover of a term deposit for \$195,000 for 6 months was approved by the Council Executive out of session.

5.4.4 Annual Financial Report (draft)

- Marion Jones tabled the draft Annual Income and Expenditure Statement for the year ended 30 June 2015.

5.5 Friends Groups' Reports

5.5.1 Guides Report

5.5.1.1 Friends subsidy for 14th Guides Conference 2015

- Christianna Cobbold, Guides Convenor, asked Council to approve a grant \$3000 to subsidise the registration costs for ANBG Guides to attend the 14th Biennial Botanic Gardens Voluntary Guides Conference in Sydney from 21 to 25 September 2015. Sixteen ANBG guides have registered for the Conference. The Conference provides valuable professional development for guides both through the lectures and excursions on the program and the opportunity to network with guides from other Botanic Gardens across Australia and New Zealand. Attendance also makes contacts for the 15th Conference to be hosted by the ANBG in 2017.
- In 2013 Council provided a grant of \$3000 which covered the full cost of early bird registration for ANBG guides attending the Conference. A similar amount was made available for the 2011 conference but was divided amongst a larger number of guides.

Resolution: Council approves a grant of \$3000 to subsidise the registration costs for ANBG Guides attending the 14th Biennial Botanic Gardens Voluntary Guides Conference. Access to the subsidy will be made available to those guides who present a copy of their registration receipt to the Guides Convenor who will compile an Authorised List for Treasurer.

Proposed: Jan Finley. *Seconded:* Sue Sergeantson. *Carried.*

5.5.1.2 Proposal for new guides intake

- In conjunction with the ANBG, Christianna Cobbold is working on a new voluntary guides five week training program for March/April 2016. Advertising will commence in September, there will be two information sessions in October and interviews for applicants will be held in November.
- There are 68 guides on the books of which 58 are active. At this time of year there is difficulty filling the advertised tour schedules. It is hoped to recruit about 24 new guides as either walking tour or Flora Explorer tour guides or both. There will be separate assessments for the two guiding categories.

5.5.1.3 DVD for 15th Guides Conference 2017

- Glenys Bishop, presented the five minute video developed to promote the 15th Australasian Botanic Gardens Volunteer Guides Conference, being hosted by the ANBG in 2017. Glenys will present the video at the 14th Conference being held in Sydney in September. The video comprises images of Canberra, the ANBG, conference venues and accommodation and entertainment hubs, with joyful background music and a voice-over describing the conference theme and planned activities.
- Marguerite Carrington and Glenys developed the script and collated the images while a local multimedia company, Jarbo Productions, was engaged to compile them into a video with voice and music. The video has been uploaded to YouTube and will be accessible from the Conference website, where it can be viewed in its entirety or in shorter segments.
- Council funded the video at a cost of \$550.

5.5.2 Projects Committee – ANBG proposal for *ex situ* conservation program

- Council formally referred the ANBG project proposal for an *ex situ* conservation program under the

Global Strategy for Conservation to the Friends' Public Fund. The matter was considered by Council at its May 2015 Council meeting (reference: Minute 6.6.3.2 May 2015 Council, *ANBG proposal for funding for ex situ conservation program, under the Global Strategy for Conservation*), Council's Resolution was as follows:

Resolution: Council resolved:

- To recommend to the Public Fund that it supports the fieldwork component of this project up to a maximum of \$25,000 over two years.
- That the project manager provides more detail about the intended fieldwork component as it becomes clearer what will be required and prior to the Friends' funds being expended.
- That upon completion of the project, the project manager will present the outcomes of the project to the Council and also the Friends in a Thursday Talk.

Proposed: C. Cobbold *Seconded:* J. Finley. ***Carried***

- The development of the Plant finder app has been delayed, the test phase is anticipated for November.

5.5.4 Membership Report

- Current membership stands at 1511 covering 2055 members.

5.5.5 Social Events and Activities Committee – Friends 25th Anniversary event proposal

- A 25th Friends Anniversary celebration will be held on Thursday 1 October at the ANBG from 4.30pm – 8pm. It will focus on the Friends support for the Gardens and the various activities of special interest groups. Guided walking and Flora Explorer tours will cover installations such as the Rock Garden shelter, the art work in the Red Centre Garden, the misting system in the Rainforest etc and a display in the VIC.
- It will be a booked free event. General invitations to Friends will be issued via Fronds and broadcast email. Bookings will close one week prior to the event.
- Council will cover expenses including those for refreshments, music in the rainforest, Ranger to lock up.
- The proposal was considered by Council Executive out of session as notice of the event was required to be submitted to Fronds the day prior to this Council meeting.

5.5.6 Plant Science Group

- Consideration is being given to the Plant Science Group being asked to actively assist in the Master Plan development of the ANBG's southern annex. It is seen as a rewarding activity for members who have expressed an interest in more scientific/ecological involvement in the Gardens.

Next meeting: 2.30 pm Tuesday 4 August 2015, Dickson Room.

The meeting closed at 4.45pm.

Lesley Jackman
President

