

**Meeting of Council
5 May 2015
Dickson Room**



Minutes

Attendance

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

1. Opening

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

2. Minutes of Council

2.1 Meeting 7 April 2015

Resolution: Council confirmed the minutes of the 7 April 2015 meeting, subject to a minor reformat.

Proposed: J. Finley. *Seconded:* I. Primrose. **Carried.**

3. Matters arising from the Minutes are included in the agenda

4. General Business

4.1 Public Art – the way forward.

Council at its March meeting gave in principle support for the proposal included in the draft report prepared by consultant Pamille Berg for commissioning a tree-house gazebo, with a revised budget of \$200,000 incl GST.

4.1.1 Financial analysis

The Chair thanked M. Jones and I. Primrose for undertaking a financial analysis of income and expenditure of the Friends over the past four years. The report concluded that there are sufficient monies in reserve to fund the project, but any budget overruns could impact the level of future contributions in the form of Gardens Support through the Project Committee and also the summer concerts. If the project were funded entirely by the Friends, there would still be \$100,000 in Friends funds,

4.1.2 Corporate governance issues

The Chair thanked J. Finlay and I. Primrose for assisting her in preparing the paper on Public Art and Corporate Governance. Its purpose was to explore the corporate governance issues that would be associated with a decision to underwrite the public art project. These were: the risks associated with the project, a draft fundraising strategy, the relationship with the ANBG, and some corporate governance matters that would need to be addressed. The paper also considered whether there might be scope for the Friends Public Fund to have a role, possibly by providing a vehicle for tax deductibility. The paper concluded that it would be necessary to include an implementation plan for effort involving Friends, a fund-raising

strategy, a risk management strategy and a cash-flow budget with YTD reporting.

4.1.3 Contributions from ANBG

Judy West advised the meeting that ANBG and the Friends would cooperate in a joint activity to advance construction of a tree-house gazebo. As this is a high priority for ANBG, the Gardens will manage the project, contributing \$40,000 as in-kind support, and \$20,000 in cash. Peter Byron confirmed ANBG will have the capacity to manage the public art project next financial year. Annalisa Millar tabled a draft document outlining a strategy to raise \$75,000 through a Friends' Appeal for an elevated gazebo.

Resolution: Council supports the proposal for a tree-house gazebo in the ANBG included in the report prepared by the consultant Pamille Berg on a feasibility study for commissioning an art work for the ANBG, having considered the Friends' financial situation, corporate governance issues relating to implementation of the project and also the arrangements discussed for involvement of the ANBG as a partner in the project (contributing \$20,000 in cash and also \$40,000 on an in-kind basis). Council will underwrite the project and to this end supports an initial commitment of \$100,000 out of a projected cash budget of \$200,000 (excl. GST), subject to satisfactory conclusion of the design phase.

As the next steps Council agrees to:

- The establishment of a joint steering committee with representation from the ANBG and the Friends responsible for: managing and overseeing the activity; coordination; communication and liaison; oversight of fundraising and sponsorship. The members of the committee would be the General Manager and the Asset Manager from the ANBG and from the Friends the President and the Treasurer. As a next step the steering committee will prepare detailed terms of reference for consideration by the next meeting of Council and also begin work on preliminary planning; and
- Consult with the Friends' Public Fund on the scope for involving the Fund as a suitable vehicle for tax deductibility and on any financial contribution that it may wish to make.

Proposed: J. Finley *Seconded:* B. Tyler **Carried.**

4.2 Entry in the Australian Museum's Eureka Science Photography competition.

There are now two entries from the Friends in the Eureka Photography competition.

5. Reports

5.1 ANBG Executive Director

- Following a functional review by the ANBG, from 1 July there will be a restructuring of staff clusters to better align functional groups and to better align with Parks Australia. The staff representative on Council supported the functional rearrangements.
- There will be increasing opportunities for volunteers in future, including field-work and in mounting specimens.
- The capital works budget received an injection of funds that will be spent by the end of the financial year, but capital works monies will be reduced in 2015-16.
- ANBG will not have the capacity in the near future to undertake another big project such as the Asteraceae Garden .

5.2 ANBG General Manager

- Recruitment of two horticultural staff and an events officer is underway.
- The Parliamentary Secretary will launch the ANBG Master Plan on 25 June. Example concepts from the Master Plan were tabled.
- There may be an opportunity with support from the ACT government to implement free wi-fi in the Gardens.
- In capital works, the seed-bank laboratories have been refurbished, the VIC toilets will be completed in three weeks and the bookshop will be refurbished in mid-June. The additional funds received for capital works in 2014-15 emphasise the importance of being ‘shovel-ready’.

5.3 ANBG Liaison

Nil to report.

5.4 Treasurer

5.4.1 Financial Report

The Treasurer provided receipts and outgoings for April 2015.

The Treasurer reported that sales for the Botanical Art Group exhibition grossed \$16,865 (including \$3,373 commission) with an additional \$1,093 raised by the raffle.

Resolution: Council accepts the financial statement for April 2015.

Proposed: J. Finley. *Seconded:* S. Serjeantson. **Carried**

5.4.2 Assistant Treasure role

Kim Liston has agreed to take responsibility for Events finances; Lisa Wilmot may accept responsibility for memberships and day-to-day income. The Treasurer will report further at the next meeting.

5.5 Constitution Sub-committee

The draft of the new Constitution will be sent to Council on 4 May, with comments to be sent to J. Finley by 20 June. The timetable for the remainder of the process is:

July	Council <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	Sub-committee <ul style="list-style-type: none">• To finalise amended <i>Constitution</i> and Explanatory Notes for the amendments. Council <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	Members of the Friends <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	Council <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>Fronde</i>, Broadcast Email, Website and arrange for amended <i>Constitution</i> to be included on the Friends’ website.

5.6 Friends Group Reports

5.6.1 Guides Conference 2017

Glenys Bishop outlined the structure for the ANBG Volunteer Guides Conference to be held on 15-19 October 2017. In order to secure venue bookings and prepare a promotional DVD, modest funds were requested. Glenys will write separately to J. West to seek her approval for the proposed program structure. The conference organisers are aiming for an attendance of 200 people but the break-even point will be less than that number. With the larger outgoings on venues now becoming known, the Chair requested that the conference organisers consider an appropriate time to develop a preliminary budget for Council to consider.

Resolution: Council resolved to approve:

- \$1500 deposit for the hire of the Fairfax Theatre and part of Gandel Hall at the NGA
- \$600 to produce the promotional DVD
- Setting up the conference website as part of the Friends website
- The use of the Friends logo on conference promotional material, such as ‘Save the Date’ cards and the conference website.

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

5.6.2 Photographic Group

- Council noted that the Friends Photographic Group plans an exhibition entitled ‘Focus on Nature’ to run from 27 May to 28 June 2015; David Cox is organising the event. This is the first exhibition at which the Group will sell framed photographs and the arrangements for this have been agreed by the Treasurer.
- Council agreed to provide and serve drinks at the official launch of the exhibition (I. Primrose).
- Council agreed to contribute \$80 for a promotional e-invitation and flyer.

5.6.3 Project Committee

5.6.3.1 ANBG request for additional funds for the seed incubator.

David Coutts spoke for the Projects Committee on the case for upgrading a proposed growth cabinet for the Seedbank.

Resolution: Council resolved to approve:

- Funds of \$6,334 in addition to \$11,700 already granted for the purchase of a thermocline climatron growth cabinet 520-DL-H for the ANBG seedbank.

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

5.6.3.2 ANBG proposal for funding for ex situ conservation program, under the Global Strategy for Conservation.

On 23 April, Dr Judy West and Dr Zoe Knapp outlined ANBG's role in contributing to the Global Strategy for Plant Conservation in a presentation to Friends at a Thursday Talk. It is important to understand how the ANBG's collections of threatened species, in both the living collection and in the herbarium, relate to diversity in the wild. Work will determine if more specimens need collecting. There will be opportunities for Friends to collaborate in the project in ground-proofing field-work and in stock-taking in the Gardens.

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**

5.6.4 Membership

Membership has reached the number of 2000 again, an excellent result; our aim will be to not drop below that.

Invitations for the New Friends walk are about to be emailed or posted to 133 new Friends who have joined during the last six months. Glenys Bishop and Christianna Cobbold will agree on a date in late May or early June when they can host the event on a Sunday morning and organise a walk with volunteer guides.

5.6.5 Major Events Planning

5.6.5.1 Social Events and Activities Committee report

There has not been a meeting of the Major Events Planning Group since the last Council meeting. Council noted the activity report.

5.6.5.2 Major Events Working Group

Whilst there was no meeting of this group in the last month, the Summer events debriefing by ANBG for staff and Council members was noted. The debrief presentation is available on request from Council Executive Committee members.

Next meeting: Tuesday 2 June 2015
2.30pm, Dickson Room

The meeting closed at 4.45 pm.

Lesley Jackman
President.