

## Minutes of Directors' Meeting - 20 November 2014

At Maddocks, William St, Melbourne

The meeting commenced at 09:15

### 1. ATTENDANCE

#### 1.1 Roll-Call and Apologies

Present: **Gunela** Astbrink, **Paul** Brooks (Treasurer), **Narelle** Clark, **Roger** Clarke (Secretary), **Chris** Disspain, **George** Fong (President), **Rob** Gregory, **Cheryl** Langdon-Orr, **Craig** Ng, **Craig O** O'Toole, **Holly** Raiche, By Invitation **Laurie** Patton

Apologies: **Jon** Lawrence

### 2. MINUTES OF PREVIOUS MEETINGS

**The Board adopted** the Minutes of the Meetings of (Chris, Cheryl):

- 11 August 2014
- 13 October 2014
- 23 October 2014

### 3. APPOINTMENT OF THE EXECUTIVE DIRECTOR

The President spoke to his written report on the selection and appointment process, and the Terms of the Appointment.

**The Board noted** that:

- the appointment is a service contract, not an employment contract
- the appointment is on a part-time basis, based on 0.6 FTE
- at this stage it runs from 17 November 2014 to 30 June 2015
- the financial commitment is within that previously approved by the Board
- the service contract will be finalised very shortly
- a list of KPIs will be crystallised shortly, with the expectation that the key priorities will remain:
  - fund raising to sustain and grow the position and the organisation
  - development of relationships with members of the Board

**The Board approved** the Terms of Appointment.

**The Board authorised** the Selection Committee to negotiate the details of the service contract and KPIs and bring the documents forward to the Board for final approval.

**The Board noted** that the position is defined in the Articles of Association as 'Executive Director', but is to be styled Chief Executive Officer (CEO).

**The Board welcomed Mr Laurie Patton** to the position of CEO.

### 4. BANK SIGNATORIES

**The Board noted** the existing policy that each Director may elect to be a signatory, both to ensure that a counter-signature can be readily found when needed, and to enable them to satisfy themselves at any time that transactions and bank account balances are as they are represented to be.

**The Board resolved** to appoint the Executive Director as a signatory, with the same powers and constraints as Directors (Chris, Craig Ng).

### 5. NEXT MEETINGS

**PLEASE ENTER THESE IN YOUR 2015 DIARY, now !!!**

**The Board has previously determined that** each Board member is to **NOTE IN THEIR DIARY** that **12:30-13:45 on the 2nd MONDAY of every month** except January is a potential meeting date, but on the understanding that a minimum of 4 meetings and a maximum of 6 will be called:

Mon 8 Dec 2014

Mon 9 Feb 2015

Mon 9 Mar

Mon 13 Apr

Mon 11 May

Mon 8 Jun

Mon 13 Jul

Mon 10 Aug

Mon 14 Sep  
Mon 12 Oct  
Mon 9 Nov  
Mon 14 Dec

The meeting concluded at 09:30.

Signed as a correct and complete record of the above meeting. George Fong, President, ISOC-AU