

Minutes of the Board of Management Meeting

Held Thursday 16th November 2023 at 8.30am

@ Salisbury Community Hub, 32 Church Street Salisbury

1. Present

- Marty Edwards (Chair) - *Multiple Solutions Inc. (MS)*
- Joe Balawejder - *multiple site Property Owner*
- Julie Pope - *Mobo Group via teleconference*
- Tina Bruno - *Northern Community Legal Service Inc.* proxy for Patsy Kellett
- Lee Hannon - *Hoyts Salisbury Cinemas*
- Thomas Kauschke - *Ramsay Electorate Office*
- Sgt. Jacqueline McDonald – *SAPOL*
- Elizabeth Varas - *Parabanks Shopping Centre via teleconference*
- Claire Britton – *Lin Andrews Real Estate*
- David Waylen (*Association Executive Officer*)

Guests: Nil

1. (a) Welcome

Marty Edwards read the Kurna Welcome, and welcomed and thanked all Board members present.

The Salisbury Business Association acknowledges that we are meeting on the traditional Country of the Kurna people of the Adelaide Plains and pays respect to Elders past and present. We recognise and respect their cultural heritage, beliefs and relationship with the land. We acknowledge that they are of continuing importance to the Kurna people living today.

Marty also welcomed our newest Board Director Claire Britton – Lin Andrews Real Estate following her appointment at the recent AGM.
We are looking forward to working with Claire over the coming months.

2. Apologies

Patsy Kellett - *Northern Community Legal Service Inc.*, Kamal Dahal - *SA Disability Care*,
Toni Anne Smallman - *Rotary Club of Salisbury Inc.*

Leave of Absence

Cr. David Hood – *City of Salisbury until 31/12/23*

Governance

3.1 Confirmation of Minutes of the last meeting: 21st September 2023

Minutes of the meeting circulated via email previously.

Motion: To accept the minutes for the 21st September 2023 Meeting as tabled

Moved: Lee Hannon

Seconded: Julie Pope

Motion Passed unanimously.

3.2 Chairperson's Report – Marty Edwards

Marty provided a general overview of activities and the support of Board Members moving forwards in relation to SBA events and networking and professional development opportunities.

3.3 Finance/Treasurer's Report – David Waylen/Toni Anne Smallman

Presentation of the Finance Report for September 2023, as circulated via email. October 2023 Finance Report to be completed and circulated via email.

Please Note: On months where no Board meeting is scheduled, a Finance Report will still be provided to Board Members via email. This will then be ratified and adopted at the next available meeting.

Motion: To accept the September 2023 Finance Report as tabled, and the October 2023 Report as emailed (subject to queries).

Moved: Marty Edwards

Seconded: Lee Hannon

Motion Passed Unanimously

4. General Business / Business Arising from the Minutes

4.1 Ratification of Cancellation of Member's Christmas Drinks 2023

4.2 Ratification of Strategies around reduction of Executive Officer's outstanding leave

4.3 Ratification to provide cash payment of 2 weeks annual leave (linked to 4.2)

4.4 Executive Officer's Performance Review

The Performance Review process for 2023 has been successfully completed, with our Executive Officer meeting and/or exceeding all performance measures

The Board to review salary increase in relation to this successful outcome.

4.5 Association and Board Membership Criteria

The Board will considered the membership criteria for the possible inclusion of other businesses (outside of the current boundaries of the Salisbury City Centre) to engage with, and/or become members of the Association.

Points for consideration included:

1. **Criteria for acceptance**

Meets the aims and objectives as set out in the SBA's Constitution

2. **Application of an annual membership fee and how much**

Yet to be determined

3. **Ability to hold Board positions – general members**

Subject to meeting the Criteria for Acceptance (4.5.1) and having desired/complimentary skills set and experience.

4. **Ability to hold Executive Board positions**

Not to be considered at this point in time.

5. Ability to be co-opted to the Board based on skills/experience merit

Subject to meeting the Criteria for Acceptance (4.5.1) and having desired/complimentary skills set and experience, the Board may co-opt an individual for a period not exceeding one (1) year.

6. Other points

May be considered in the future

4.5(a) Motion: To accept Bec Purczel – ACE Business Expression of Interest to join the SBA Board

Moved: Lee Hannon

Seconded: Julie Pope

Executive Officer to forward Board Nomination Form to Bec.

4.6 Bank Account Signatories

Motion carried forward from September 2023 Board Meeting.

Motion: That the Board nominate the Executive Committee portfolio holders of:

Chairperson Office Holder: currently Martin (Marty) Edwards

Deputy Chairperson Office Holder: Kamal Dahal

Treasurer Office Holder: Toni Anne Smallman

Secretary Office Holder: Lee Hannon

as well as the Executive Officer: David Waylen

as Account Signatories on all Association Accounts, and have access to the Internet Banking Function.

Moved: Marty Edwards

Seconded: Toni Anne Smallman

Motion Passed Unanimously

4.7 EO Performance Review

The Chair Martin Edwards raised the issue of appropriate remuneration on the back of Davids recent performance review.

There was strong debate about the process being considered and moved by Elizabeth Varas that we look at ensuring David was paid his full entitlements. This was agreed to in principle and a further motion moved.

Chair Martin advised that the process was above his professional knowledge and tabled a motion that we seek professional guidance from HR consultancy, This was seconded by Lee Hannon, and agreed by the Board

An alternate option was to seek advice from Patsy Kellett of Northern Community Legal Service. Post Board Meeting Update: *Subsequent post meeting discussion with Patsy concluded that she too was not willing to provide this information and likewise supported professional help.*

4.8 Expectations/Requirements of Board Membership

The Board discussed the expectations they should have of each other as Directors and agreed, in principle, to the following:

- Attend and support at least one (1) SBA Event per annum
- Attend the Annual General Meeting
- Where possible, attend all meetings either in person, via teleconference or proxy
- Where possible, and relevant, attend networking events in dual capacity including NBB, WIB, etc.
- Seek professional development opportunities that can assist in execution of Board responsibilities

4.9 WHS Management Strategies to support Executive Officer

The Board adopted a range of initiatives to support the Executive Officer, including, but not limited to the following:

- Adoption of Leave Reduction Strategies
- TOIL approval in advance and TOIL to be taken within a specific timeframe
- Review staffing support options
- Investigate volunteer engagement
- Investigate duress alarm for SBA office
- Mobile phone and email management when Executive Officer is on leave

4.10 Business Watch Safety and Security Update

Business Watch Report tabled and is attached to these minutes.

- Graffiti continues to be a major issue for property owners, business owners and the City of Salisbury. Our Executive Officer reports regularly to the City of Salisbury for removal of graffiti on John Street properties and DIT for other infrastructure across the City Centre.
- Our EO has requested an audit be undertaken of all CCTV cameras in the City Centre, awaiting further information.
- Our EO has discussed the 3 x per night John Street security drive throughs by Council's Security Contractor around vigilance especially for graffiti and property damage.
- Illegal dumping – Recommendation to owners of the building to improve CCTV and lighting in the area. Continue to refer to Council for resolution.
- Retail theft – theft of alcohol continues to be the main issue. Although most retail outlets report an increase in theft.

4.7 Long Service and Leave Entitlements Bank Account

Account opened and, as our account balance stabilises, transfers to occur over the coming months to ensure entitlements can be met, when and as they fall due.

5. Significant Correspondence

5.1 In: Nil

5.2 Out: Nil

6. Reports

6.1 Deputy Chair – Kamal Dahal

As Kamal was an apology, no report tabled at this meeting.

6.2 SAPOL and SCC BUSINESS WATCH Report

Refer to Report circulated via email.

Sgt. Jackie McDonald reported on the following:

- Spoke to the data in her report
- Spoke proactive strategies that were in the pipeline

6.3 City of Salisbury representatives

Nil to report

6.4 Other Board Members

Nil others to report.

6.5 Executive Officer - David Waylen

Report submitted to Board members via email.

7. General Business (continuing, with no current actions required)

7.1 Nil

8. New Business

8.1 Board Meeting Dates 2024

Third Thursday, every second month,
8.30 – 9.30am, Level 1, Salisbury Community Hub Meeting Rooms
With teleconference access.

- **Thursday January 18th**
- **Thursday March 21st**
- **Thursday May 16th**
- **Thursday July 18th**
- **Thursday September 19th**
- **Thursday November 21st**

Meeting Closed: 9.40am

To ensure maximum Board Member engagement, we need to, (where possible), ensure Board meetings do not extend beyond one hour.

Thank you all for your attendance and valuable contributions.
Special thanks the City of Salisbury for hosting today's meeting.

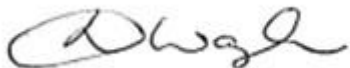
Next Meeting: **Thursday 18th January 2024 - 8.30am**
Venue: Level 1, Room 102A/B, Salisbury Community Hub 34 Church Street + Teleconference facilities

ACTION LIST

| Item # | Action | Responsibility | Timeframe |
|---------------|---|---|------------------|
| GB1 | CofS Business Awards Executive Officer to write to CofS CEO | Executive Officer | November 2023 |
| 4.6 | Update Bank Account Signatories Remove Cathy Perry and Add Marty Edwards and Toni Anne Smallman | Chair and Treasurer + Executive Officer | November 2023 |
| 4.7 | 2023 Executive Officer Performance Review Outcomes to be implemented 1 st January 2024 | Chair & Secretary | January 1, 2024 |
| 4.5 | Association and Board Membership Discuss and adopt membership criteria for trial including fees, service levels, etc. | Whole of Board and Executive Officer | January 2024 |
| 4.8 | Expectations/Requirements of Board Membership | Whole of Board | January 2024 |
| 4.9 | WHS Management Strategies to support Executive Officer | Board | January 2024 |

STANDING ORDERS

| Order Number | Date Approved/ Adopted | Details | Review Date or 1 st meeting post AGM |
|--------------|------------------------|---|---|
| 7 | 16/3/23 | Leave of Absence – Cr. David Hood Due to work commitments, approved until December 31, 2023 | January 2024 |
| 6 | 20/10/21 | Proxy voting capability at all Board Meetings (as per AGM) If a Board Member is unable to attend, they can appoint a nominee (proxy) who will attend on their behalf and have all of the voting rights of the Member. | January 2024 |
| 5 | 20/10/21 | Teleconferencing capability for all Board meetings Members are enabled to dial in, rather than lodge an apology or send a Proxy, and still be enabled to participate in Association decision making. | January 2024 |
| 4 | 20/10/21 | Reduction in the number of formal Board meetings to bi-monthly , with the opportunity to meet on the alternate month should sufficient agenda items necessitate this and for concerns that can't be addressed via email and consensus | January 2024 |
| 3 | 21/2/18 | Meeting Protocol: Where a convened meeting doesn't reach the required quorum within 10 minutes of the scheduled meeting time, the meeting will proceed, minutes will be taken & then they will be circulated to all Board members for ratification/adoption. Ensuring minutes can be shared and actioned in real time, rather than waiting until the next scheduled meeting. | January 2024 |
| 1 | May 2017 | ANZAC Day Wreath for Salisbury RSL Service. That the Association will provide and lay a wreath on behalf of all local businesses/traders | January 2024 |
| 2 | 13 December 2017 | Events Contingency Fund will be an 'on the books' line of \$10,000. This line to be maintained and used on an as needed basis. | January 2024 |

Signed:  (Minute Secretary/SBA Executive Officer)

Date: 9th December 2023

BOARD MEETING SCHEDULE & KEY DATES 2024

*Board meetings **3rd Thursday of each month**, (unless otherwise indicated)*

| <u>Activity</u> | <u>Day/Date/Time</u> | <u>Venue</u> |
|---|---|--|
| SBA Board Meeting | Thursday 18th January 2024 8.30am – 9.30am | Level 1 Committee Rooms Salisbury Community Hub 34 Church Street |
| SBA Board Meeting | Thursday 21st March 2024 8.30am – 9.30am | Level 1 Committee Rooms Salisbury Community Hub 34 Church Street |
| SBA Board Meeting | Thursday 16th May 2024 8.30am – 9.30am | Level 1 Committee Rooms Salisbury Community Hub 34 Church Street |
| SBA Board Meeting | Thursday 18th July 2024 8.30am – 9.30am | Level 1 Committee Rooms Salisbury Community Hub 34 Church Street |
| SBA Board Meeting | Thursday 19th September 2024 8.30am – 9.30am | Level 1 Committee Rooms Salisbury Community Hub 34 Church Street |
| SBA Annual General Meeting | | |
| SBA Board Meeting | Thursday 21st November 2024 8.30am – 9.30am | Level 1 Committee Rooms Salisbury Community Hub 34 Church Street |
| 32nd Salisbury Community Christmas Parade | Saturday 30th November 2024 10am – 11.30am | John Street and Surrounds |

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|------------|-----------------------|---|-------------------|----------------------|
| Key | Board Meetings | Precinct Wide Marketing & Events | Governance | Member Events |
|------------|-----------------------|---|-------------------|----------------------|

BOARD DIRECTORS 2023 - 24

| | | |
|-----------------------------------|---|---|
| Chairperson*: | Martin Edwards medwards@ms.asn.au <i>Multiple Solutions Inc. (MS)</i> | 0420 974 711 |
| Deputy Chairperson*: | Kamal Dahal kamal@sadisabilitycare.com.au <i>SA Disability Care</i> | 0404 960 977 |
| Treasurer*: | Toni Anne Smallman <i>Rotary Club of Salisbury</i> | 0418 843 955 |
| Secretary*: | Lee Hannon <i>Hoyts Australia Salisbury Cinemas</i> | 0421 330 215 |
| Community Representatives: | Sgt Jacqueline McDonald <i>SA Police</i> Vacant | 8207 9934 |
| Council Representatives: | Cr. Moni Mazzeo <i>North Ward - City of Salisbury</i> Cr. David Hood <i>North Ward - City of Salisbury</i> | 0419 814 709 0432 799 931 |
| Directors: | Joe Balawejder <i>Property Owner</i> Patsy Kellett <i>Northern Community Legal Service</i> Elizabeth Varas <i>Parabanks Shopping Centre</i> Dr. Rajnish Garg <i>Salisbury House Medical and Dental Centre</i> Julie Pope <i>MOBO Group – Salisbury Office</i> Thomas Kauschke <i>Ramsay Electorate Office</i> Claire Britton <i>Lin Andrews Real Estate</i> | 0404 133 227 0400 779 790 0427 773 382 0416 927 867 0438 808 434 0466 603 753 0417 833 242 |
| Executive Officer: | David Waylen | 0414 813 202 |

* Executive Committee Member

SALISBURY CITY CENTRE BUSINESS WATCH CRIME REPORT OCTOBER - NOVEMBER 2023