

DARLING DOWNS REGIONAL LANDCARE



Representing Landcare groups from the Brigalow Jimbour Floodplains, Cambooya, Chinchilla, Clifton, Condamine Headwaters, Millmerran, North East Downs, Pittsworth and Toowoomba districts.

Strong, vibrant landcare sector/business in our region now and in the future

Membership & Operating Protocols

June 2011



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i. PURPOSE

This document has been prepared for the following purpose:

1. To assist members of Darling Downs Regional Landcare to understand their responsibilities for the duration of their appointment
2. To inform members of the responsibilities and operational functions of Darling Downs Regional Landcare
3. To inform partners and stakeholders of the role and operational functions of Darling Downs Regional Landcare
4. To ensure good governance
5. This document has been developed by following the Landcare principles.

1 BACKGROUND

1.1 VISION:

Strong, vibrant landcare sector/business in our region now and in the future.

1.2 Mission:

To have all landcare groups working together to sustain a strong landcare presence and business in the region, state and national.

1.3 Initiatives leading to the development of Darling Downs Regional Landcare

On the 14th February 2007 the seven regional Landcare chairs and coordinators met with the two sitting Landcare directors, Glenys Bowtell and Rob Taylor, the Condamine Alliance chair Dick Browne, the CEO Phil McCullough and members of staff at the Condamine Alliance. The meeting was called to discuss the future direction of Landcare and the Condamine Alliance and to elect the "Natural Person" to represent Landcare at the General meetings of Condamine Alliance.

The first Condamine Landcare "Council of Chairs" was held at the Condamine Alliance Office (Board Room) 3 Clifford Street Toowoomba on the 2nd May 2007. The purpose of this meeting was to establish a "Council of Chairs to:

- Set strategic direction and policy for Landcare in the catchment
- Facilitate linkages with the national and state Landcare networks (i.e. Landcare Australia, QWaLC, State Landcare Coordinator, ect.)
- Enable communication and interaction between Landcare groups at the leadership level to identify opportunities for strategic partnerships and linkages
- To be a united "voice" for communicating with stake holders, (including the Alliance) in the catchment and the wider NRM sector
- To encourage appropriate business models and ensure good governance in Landcare business.
- On the 11th November 2008 after voting the group's name became "Darling Downs Regional Landcare". The lead group became the secretariat, the secretariat was asked to design the DDRL letter head/logo.



Copy of letter head:

Area	Representative Group
Chinchilla	Chinchilla Landcare
Brigalow- Jimbour	Brigalow –Jimbour Floodplains Group
North East Downs	North East Downs Landcare
Toowoomba	Toowoomba Landcare
Central Downs	Central Downs Landcare
Condamine Headwaters	Condamine Headwaters Landcare
Millmerran	Millmerran Landcare

(This is agreed order in which the groups are to run for meetings and secretarial rotation)

2. RESPONSIBILITIES

2.1 Responsibilities of DDRL:

The Darling Downs Regional Landcare Group will:

- Collect NRM information relevant to the region and distribute to all stakeholders
- Act as a catalyst for landcare groups and stakeholders in the region promoting interaction and cooperation on NRM issues
- Act as a representative body when accessing funding opportunities
- Engage with all members Landcare groups when negotiating funding allocations.
- Act as a voice for Landcare at a local, state and national level.
- Nominate and support the following representatives of landcare in our region:
 - Queensland Water and Land Carers Inc
 - Condamine Alliance Director
 - Condamine Alliance Natural Member
 - Condamine Catchment Management Assoc
- Be proactive in seeking partnerships with other groups that may advance the cause of NRM in the region.

2.2 Responsibilities of DDRL Members

As a member organisation it is your responsibility to:

- Raise issues for discussion where pertinent to the DDRL Charter.
- Apply personal skills, knowledge, expertise and independent judgement to the work of the DDRL.
- Participate in DDRL discussions objectively and reasonably at all times respecting views of all members.
- Contribute data and information relevant to the Charter of Darling Downs Regional Landcare except where information is “commercial in confidence”.
- Actively circulate newsletters and other material of interest directly to member groups.
- Distribute among networks relevant information following DDRL discussions.

3. OPERATING PROTOCOLS

3.1 THE DARLING DOWNS REGIONAL LANDCARE STRUCTURE

- DDRL will consist of the 7 areas of the Darling Downs region
- Associated Members and other interested parties may be invited from time to time with **no voting rights**:
 - Landcare director for CA will be represented
 - Landcare Natural Member for CA will be represented
 - Condamine Region member for Queensland Water And Land Carers will be represented
 - Condamine Catchment Management Assoc(Suggested groups)
 - Landcare - sub groups
 - Condamine Alliance
 - Queensland Murray Darling Committee
 - Condamine Balonne Water Committee
 - Conservation Farmers
- From time to time sub-committees may be formed

3.1.1 The Committee

Darling Downs Regional Landcare Committee will consist of the following class of membership:

- Ordinary Member – will consist of the 7 areas of the Darling Downs region
- Associate member – interested party with no voting rights

3.1.2 The Secretariat

The Secretariat, defined for the purpose of this document as the Landcare group that has accepted the secretariat role for 12 months for the Darling Downs Regional Landcare.

The following are the responsibilities of the Secretariat:

- Administration of meetings
 - Setting Agenda of meetings in conjunction with member groups
 - Compiling meeting papers
 - Emailing out meeting papers
 - Printing of minutes etc for meeting
 - Maintaining meeting date records for insurance purposes
 - Maintaining record of attendance
 - Arrange for meeting to be minuted supplying draft copy of minutes within 2 weeks of the meeting

- Appointing the chair for the meeting.
- Facilitation of information to the Group
- Point of call regarding information requested about landcare in the region
- Maintain any funds that DDRL may acquire and to keep a cashbook record of funds and report to DDRL members as required
- Ensure the website -www.ddrlandcare.org - is maintained by the secretariat or delegating the management to another group
- Supplying relevant information to Regional bodies, national, state and local Government and associated agencies.
- Chair to sign any relevant documents after being authorised by the DDRL meeting - majority vote this may be by email.

3.1.3 The Host Committee

The Host committee, defined for the purpose of this document as the Landcare group that is hosting the arranged meeting of Darling Downs Regional Landcare. (The hosting of meetings will be on a rotational base so each group will resource the meetings.)

The following are the responsibilities of the host group:

- Organising and payment of Venue
- Organising and payment of Catering
- Work with the secretariat
- Arranging guest speaker
- Profile activities of group at meeting
- Taking of minutes of meeting

3.1.4 Sub-committees

The full committee has the delegation to establish subcommittees. Subcommittees are formed to develop effective information to drive Darling Downs Regional Landcare responsibilities. Any work or minutes developed by Darling Downs Regional Landcare sub-committees must have endorsement from Darling Downs Regional Landcare Group to be implemented. Sub-committee membership is to consist of representatives from member organizations considered to have the appropriate skills for the sub-committee task. Minuting of endorsed subcommittees should happen at all times by Darling Downs Regional Landcare Group. Sub-committees must give a written report at each Committee meeting.

3.1.5 Representatives of DDRL on other bodies

3.1.5.1 Current memberships:

Currently DDRL has representation on the following groups:

Group	Position	Process	Term
Condamine Alliance	Natural Person	DDRL Election	4 years
Condamine Alliance	Board Director	DDRL Election	4 years
Condamine Catchment Management Association	Landcare Member	Secretariat chair invited by CCMA	Continued
Queensland Water And Land Carers	Condamine Region Director	QWaLC runs this process DDRL should have input	3 years

3.1.5.2 Roles and Responsibility of representatives

- Attend regularly DDRL meetings
- Attend regularly representatives bodies meetings on behalf of DDRL
- Report at respective meetings regarding DDRL business

3.1.5.3 Elections

DDRL Secretariat will facilitate election processes for the following positions:

Group	Position	Process	Term
Condamine Alliance	Natural Person	DDRL Election	4 years
Condamine Alliance	Board Director	DDRL Election	4 years

3.1.5.4 Termination of Representative

1. A DDRL representative may resign from the position at any time by giving notice in writing to the Secretariat, Such resignation shall take effect at the time such notice is received by the secretariat unless a later date is specified in the notice it shall take effect on the later date.
2. If a DDRL representative:
 - (i) is convicted of an indictable offence; or
 - (ii) fails to comply with any of the provision of the Rules; or
 - (iii) conducts himself/herself in a manner considered to be injurious or prejudicial to the character or interest of the DDRL the committee shall consider whether his/her roll shall be terminated.
3. The DDRL representative concerned shall be given full and fair opportunity of presenting his/her case and if the DDRL Committee resolves to terminate his/her roll is shall instruct the Secretariat to advise the representative in writing accordingly.

3.2 MEMBERSHIP

3.2.1 Membership Structure

3.2.1.1 Ordinary Member

Area	Representative Group
Chinchilla	Chinchilla Landcare
Brigalow -Jimbour	Brigalow- Jimbour Floodplain
North East Downs	North East Downs Landcare
Toowoomba	Toowoomba Landcare
Central Downs	Central Downs Landcare
Condamine Headwaters	Condamine Headwaters Landcare
Millmerran	Millmerran Landcare

3.2.1.2. *Associated Member* – (non-voting) including individual persons and groups who are not eligible for membership as a member organization, who has been admitted to membership of the DDRL:

- Landcare Director for Condamine Alliance will be represented
- Landcare Natural Member for CA will be represented
- Condamine Region member for Queensland Water And Land Carers will be represented
- Condamine Catchment Management Association Incorporated will be represented

3.2.2 Membership fees

From time to time DDRL members may be required to support the administration of the group by paying a nominal amount to the Secretariat.

3.3 MEETINGS

3.3.1 Frequency

Darling Downs Regional Landcare meetings are held at a minimum of quarterly intervals so members can expect to attend at least 4 meetings annually (from time to time there may be more meetings required). Darling Downs Regional Landcare Committee can change the frequency of meetings if they desire. Meeting rotation will follow the nominated agreed order listed on page 4.

3.3.2 Attendance Levels

Members are expected to be present at all Darling Downs Regional Landcare meetings. All members must fill out attendance form so that the voting member is noted. This form is emailed back to secretariat at least one week before the meeting. If this form is not completed than, that group will not have voting rights at meeting

3.3.2.1 Authorised Proxy

If a member is unable to attend a meeting, an authorised proxy should attend. Nominate proxy on the form supplied then email back to the secretariat at least one week before the meeting. If this form is not completed than, that group will not have voting rights at meeting

Copy of form:

Member Area	Representative	Present	Voting
Chinchilla	Member		
	Coordinator		
Brigalow Jimbour	Member		
	Coordinator		
North Eastern Downs	Member		
	Coordinator		
Toowoomba	Member		
	Coordinator		
Central Downs	Member		
	Coordinator		
Condamine Headwaters	Member		
	Coordinator		
Millmerran	Member		
	Coordinator		
Associated Members			
Guest Speakers			

3.3.3 Quorum

A Quorum consists of 4 voting members. If a quorum is not present the meeting can proceed but have the outcomes endorsed at next official meeting.

3.3.4 Decision-making

Each question, matter or resolution must be decided by a majority of votes of the voting members present. However decision-making protocols for general meetings are that each member present is entitled to one vote only.

3.3.5 Secretariat renewal:

The renewal of the Secretariat, (defined for the purpose of this document as the Landcare group that has accepted the secretariat role for 12 months for the Darling Downs Regional Landcare) will be an agenda item every 12 months. The rotation of Secretariat will follow the meeting rotations.

3.4 Communication

It is important to note that as DDRL develops as an organisation, delegations and protocols will also continue to evolve and change. Consequently, it is important that Committee members are aware of the dynamic nature of communication delegations and protocols and keep themselves up to date accordingly.

3.4.1 Delegations

1. The Secretariat chair will sign correspondence
2. Reading of Correspondence
The Secretariat will read and evaluate correspondence. If important, a faxed or emailed copy can be sent to members directly for comment.
3. The secretariat will hold any funds DDRL obtains therefore cheques are to be signed by executive of the secretariat group
4. If the Secretariat changes before a current project is completed then the former secretariat will continue to complete the project. If the former secretariat asks to be released from the project delivery then DDRL must vote by majority to change the current delivery of the project.

3.4.2 Protocols

The full outlines of protocols are provided in the Committee operations manual the following is a list of current protocols.

3.4.2.1 Protocols for Area Coordinators

At times coordinators have occasion to work cross border in another group's area. There are certain protocols that need to be observed in order to maintain unity between areas.

- a. If a stakeholder instructs a coordinator from one area to work or assist in another area the stakeholder must inform the host committee of that area in writing letter or email of the intention and the purpose of the work involved. The host committee can then inform their sub groups of what is going to take place in their area.
- b. A coordinator or special project officer must inform the coordinator or a relevant committee member of the host area of their intention of working in their area before any work commences. This should be in writing a letter or an email so that the host coordinator or committee member of the area being worked in can inform any relevant subgroups.
- c. A coordinator or special project officer needs to follow protocols with distribution of flyers for events being emailed to the host areas coordinators so there is a record of activities in the host area.

3.4.2.2 Protocols for the removal of the Secretariat from office

If the appointed secretariat is seen by the other area groups as not fulfilling their duties in a diligent and proactive manner the area groups have the right to ask the secretariat to improve their performance. The secretariat in question then has the right to either try to improve the performance of their duties or stand down from the position. If the secretariat chooses to continue on in the role as secretariat their performance will then be reviewed at the next meeting of the area groups. If the area groups are agreed that the secretariat is still not fulfilling their role then the area groups will have the right to remove the secretariat from the role as lead group

3.4.2.3 Procedures for the removal of the secretariat from their position

1. A secret ballot will be held
2. The decision will be made by the majority vote either for or against the action
3. Only the chair or appointed area representative will vote
4. If the vote is in favor of the removable of the secretariat from office it will be effective immediately
5. The next area group in the rotation will therefore become the secretariat.

3.4.2.4 Committee Operations Manual - Governance

G1 Role of the Committee **Code of Conduct:**

1. A member must act honestly, in good faith and in the best interests of the DDRL as a whole.
2. A member must not allow personal interests, or the interests of any associated person, to conflict with the interests of the DDRL.
3. A member has a duty to use due care and diligence in fulfilling the functions of office and exercising the powers attached to that office.
4. A member must use the powers of office for a proper purpose, in the best interests of the Association as a whole.
5. A member must recognise that the primary responsibility is to the DDRL objectives as a whole but should, where appropriate, have regard for the interests of all stakeholders in the DDRL
6. A member must not make improper use of information acquired as a member
7. A member must not take improper advantage of the position.
8. A member has an obligation to be independent in judgment and actions and to take all reasonable steps to be satisfied as to the soundness of all decisions taken by the Committee.
9. A member should not engage in conduct likely to bring discredit upon the DDRL
10. A member has an obligation, at all times, to comply with the spirit, as well as the letter, of the law and with the principles of the Code.
11. A member has an obligation to attend quarterly meetings held in the form nominated by the business of the DDRL i.e. tele-links or general meetings.

G2 Structure

1. The Committee includes representatives of the 7 landcare regional groups
2. Associated members – non voting

G3 Role of individual members

1. To ensure a process is in place for conflicts of interest to be disclosed and managed appropriately.
2. To ensure that processes are in place to adequately manage people resources for the achievement of the organisation's objectives.
3. Be an active member of DDRL
4. Attendance at general meetings of DDRL
5. Prepare for and participate in the discussions and the deliberation of DDRL
6. Be aware and abstain from any conflict of interest
7. Foster a positive working relationship with the other members

G4 Role of Chairperson

The Chair presides over General Meetings of Darling Downs Regional Landcare He/she has the task of making sure the Committee is well informed and effective; that the members, individually and as a group, have the opportunity to air differences, explore ideas and generate the collective views and wisdom necessary for the proper operation of the Group.

The Chair is responsible for ensuring that the meetings are conducted competently and ethically by DDRL and is expected to provide effective leadership in formulating the strategic direction for the Group.

He/she must ensure that General meetings, too, are conducted efficiently.

2 Committee Processes

C1 Committee meetings

To be held at least 4 times a year. Tele-conference can take the place of a face-to-face meeting.

C2 Committee meeting agendas

To be established before meeting and to be emailed or faxed to members at least 2 weeks before meeting. Hard copy to be made available to all members at meeting.

C3 Committee papers

To be emailed or faxed to members at least 2 weeks before meeting. Hard copy to be made available to all members at meeting.

C4 Committee minutes

To be recorded by the Host Group. Draft to be sent out within two weeks after meeting date. Minutes to be passed at the next meeting. Minutes to be signed by groups.

3 Key Committee Functions

F1 Strategy Formulation

1. To ensure the vision and mission are clearly articulated and communicated.
2. To ensure the organisation has a documented strategic plan that supports the achievement of its vision and mission.
3. To ensure that business units (individual projects) have developed plans to assist them to achieve the overall organisational strategy.

Attachment 4.1 - Membership

Chinchilla District Landcare Group

Chair - Don Bell
"Lallalindi" MS 30, Chinchilla Qld 4413

Project Officer: Terry Elliot

ABN:

Ph: (07) 4668 9193
Email: lallalindi@activ8.net.au

Mob: 0417 434 628
Email: tkelliott@bigpond.com

Brigalow-Jimbour Floodplain Group

Chair - Gordon Usher
"Wattlegrove" MS 599
Jandowae Qld 4410

ABN: 96 793 166 296

Ph: (07) 4668 5690
Mob: 0428 791 824.
Email: gordon.usher@bigpond.com

Project Coordinator: Alexis Green
PO Box 32
Jandowae Qld 4410
Office: Jandowae Showgrounds
Warra Street
Jandowae

Mob: 0427 664 940
Email: bjfglandcare@bigpond.com
Fax: (07) 4602 0963

Cambooya Landcare Association

Chair: Vacant
Vice Chair: Bernie McGovern
Contacts: Alexandra Kennedy

ABN: 46 924 099 747

Ph: (07) 4697 2298
Mob: 0439 673 083
Email: alioop42@gmail.com

PO Box 66
Cambooya Qld 4358
Office: 64 Eton St,
Cambooya QLD

Ph. (07) 46961644
Email: cambooya.landcare@gmail.com

Clifton Landcare Group

Barbarra Strong

PO Box 68,
Clifton Qld 4361

Ph. (07) 4696 4116
EMAIL: coleman99@bigpond.com

Pittsworth District Landcare Group

Secretary: Paula Halford

ABN: 86 803 061 875

Ph: (07) 4693 8186

“Nyleta”
168 Hogg Road, Mt Tyson Qld 4356

Mob: 0427938205
Email: phalford2@bigpond.com

Chair: Pam Postle

Ph: (07) 4693 1530
Email: pampostle@bigpond.com

Millmerran Landcare

Chair - Garry Turner

ABN: 17 600 268 702
Email: garry.turner@toowoombaRC.qld.gov.au

Landcare Coordinator: Pearta Nolan
PO Box 99
Millmerran Qld 4357
Office: 39-41 Campbell Street
Millmerran

Ph: (07) 4695 2336
Mob: 0427 952 336
Email: millmerranlandcare@bigpond.com

Condamine Headwaters Landcare Group Inc

Chair- Norm Burton

ABN: 52 760 793 310
Ph: (07) 4667 3102
Email: normanburton@activ8.net.au

Coordinator: Catherine Potter
PO Box 14,
Warwick, Qld 4370
Office: 40 King Street
Warwick

Ph: (07) 4661 9909
Mob: 0488 091 328
Email: catherine@ddrlandcare.org

North East Downs Landcare

Chair - Graham Cooke

ABN: 68 506 548 874
Ph: (07) 4692 2131
Email: homewardvale@bluemaxx.com.au

Community Support Officer:
Owena Reimers
PO Box 199
Oakey Qld 4401
Office: 73 Campbell Street
Oakey

Ph: (07) 4691 1499
Fax: (07) 4691 2500
Email: owena@nedlandcare.org.au

Toowoomba Landcare Group Inc.

Chair - David Carberry
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Fax: 07 4632 2599

ABN: 60 824 297 124
Mob: 0439 600 566
Email: david.carberry@rpsgroup.com.au

Kym Campbell
Landcare Coordinator
Toowoomba Landcare Group Inc.
PO Box 1773
Toowoomba Qld 4350
Office: 310 Anzac Avenue
Toowoomba

Ph: (07) 4620 0114
Mob: 0408 604 763
Fax: (07) 4620 0100
Email: kymc@tlg.org.au

Attachment 4.2 -Representatives of DDRL on other bodies

Group	Position	Person	Elected
Condamine Alliance	Natural Person	Glenys Bowtell	2009
Condamine Alliance	Board Director	Catherine Potter	2008
Condamine Catchment Management Association	Landcare Member	Secretariat chair invited by CCMA	Yearly
Queensland Water And Land Carers	Condamine Region Director	Owena Reimers	2010

Attachment 4.3 - Landcare member group listing per umbrella group

Area	Representative Group	Sub-Groups
Chinchilla	Chinchilla Landcare	
Brigalow Jimbour	Brigalow Jimbour Landcare	Brigalow Floodplain Jandowae/Cooranga/Downfall Jimbour Catchment Jinghi Catchment Yaralla/ Pirrinuan River Floodplain
North East Downs	North East Downs Landcare	Aubigny Landcare Brymaroo Landcare Group Crows Nest Dalby Wambo Landcare Group Emu Creek Landcare Friends of Myall Creek Gomaren / Doctors Creek Landcare Group Kumbarilla & District Landcare Group Lagoon Creek Catchment Landcare Group Moola Landcare Oakey Urban Landcare Quinalow Landcare Group Rosalie North Landcare Group South Myall Landcare Group Square Top Action Group Yamsion/ Rangemore Landcare Group

Toowoomba	Toowoomba Landcare	Highfields Cooby Catchment Landcare Group Westbrook Creek Landcare Group Klein Creek Action Group Cotswold Hills Action Group Perserverance Creek Action Group Ravensbourne & District Landcare Group Tilgonda Sub-catchment Group Mt Peel Action Group Kingsthorpe Action Planning Group Toowoomba Escarpment Action Group Gowrie Creek Greenies Reedy Creek Landcare Action Group
Central Downs	Central Downs Landcare (in recession)	Cambooya Landcare Association Clifton Landcare Group Pittsworth and District Landcare Group Mt Tyson Landcare Group
Condamine Headwaters	Condamine Headwaters Landcare	Allora Landcare Group Glengallan Landcare Group Killarney Bushcare Group Warwick Community Garden
Millmerran	Millmerran Landcare	Millmerran/Cecil Plains Landcare

Attachment 4.4 -Organisations/Persons with an ongoing interest in DDRL

Landcare Representatives for Condamine Alliance	
Natural Member (Voting representative at CA Annual General Meetings)	Landcare Director (Board of Directors)
Glenys Bowtell Ph.30402913 Email: glenysbowtell@bigpond.com	Catherine Potter Mob: 0488 091 328 Email: catherine@ddrlandcare.org

Condamine Catchment Management Association	
Mary-Lou Gittins 278 Forest Springs-Goomburra Rd Goomburra Qld 4362	Ph: (07) 4666 6290 Mob: 0429 642 092 Email: lcows@bigpond.com.au

Tara & District Landcare Group	
Carissa Hallinan Landcare Co-coordinator Tara & District Landcare Group 19 Fry Street Tara Qld 4421	Email: carissa.hallinan@wdrc.gov.au Mob:0428 653 897 Ph: (07) 4665 3133 Fax: (07) 4665 3460

Queensland Water and Landcarers Group	
Owena Reimers "The Ironbarks" MS 863 Maclagan Qld 4352	Ph: (07) 46921 145 Mob : 0409058538 Email: reimerso@bigpond.com

Condamine Balonne Water Committee	
Barry O'Shea-Chair 1 Vowels Street Dalby 4405 John Cavanagh- Secretary 18 Condamine Street Dalby 4405	Ph: (07) 4662 3396 Email: barryoshea@bigpond.com Ph: 4662 2103

Condamine Alliance	
Lois Allan Executive Administration Office Leader PO Box 238 Drayton North Qld 4350 Office: 310 Anzac Avenue Toowoomba	Ph: (07) 46200 Email: lois.allan@condaminealliance.com.au

Conservation Farmers Inc	
Kevin Charlesworth Regional Landcare Facilitator Condamine Catchment c/o Conservation Farmers Inc PO Box 1666 Toowoomba Qld 4350	Mob: 0487385032 Email: cfilandcare@cfi.org.au

Queensland Murray-Darling Committee	
Cassandra Grunberger Regional Landcare Facilitator Maranoa,Balonne,Border Rivers Catchment PO Box 6243 Toowoomba West 4350 Office: 27b Campbell Street Toowoomba	Ph: (07) 4637 6200 Fax(07) 4632 8062 Mob:0409876871 Email: regionallandcare@qmdc.org.au

Attachment 4.5 – Example of Election of Condamine Alliance Board Director



Position of Landcare Director For Condamine Alliance Pty Ltd



(Process facilitated by Condamine Catchment Management Association on behalf of Landcare in the Condamine Region)

Position: Landcare Director for CA Board

Duration: 4 years

Meetings: Monthly from 9 am until 4 pm

Fees: Directors sitting fee and travel are paid.

Directors may be required to attend additional unpaid forums.

Background:

There is one position on CA for Landcare Directors. Currently Rob Taylor has held this position.

This is a normal 4-year Directorship term. Due to other commitments Rob will resign as Landcare director at the AGM this year 2008 (maybe November meeting) therefore position of the Landcare Director on CA Board is up for re-election.

Process:

Condamine Catchment Management Assoc in partnership with Landcare in the Condamine Region will facilitate the process with due diligence.

- **25/07/08:** Invitation for Landcare members to nominate for process. Landcare groups to distribute to members.
- **1/09/08:** Final week for applicants to apply (6 weeks)
- **19/09/08:** List of applicants and applications go out to landcare groups with a voting form (6 weeks)
- **30/10/08:** all voting forms in and final count,
- **03/11/08:** announce new landcare CA Director.

POSITION ENVIRONMENT

- The Alliance Board consists of all non-executive directors. Each director is appointed under the provisions of the company's constitution.
- The Board has adopted a written Board Charter and Code of Conduct
- Board members are available for nomination to the following standing committees:-
 - Finance and Audit Committee
 - Corporate Governance Committee.
- Separate charters exist for each of these Committees. The Board appoints committee members.
- In addition to these standing Committees, further committees may be established from time to time as required to deal with particular strategic initiatives or business ventures.
- In addition directors may be required to part take in forums designed to engage with sectors of the community.

DIRECTORS OBLIGATIONS

The Directors of Condamine Alliance acknowledge the following obligations: All directors must comply with basic legal requirements under the *Corporations Act 2001*. The Corporations Act specifies four main duties for directors:

to act with all the care and diligence that a reasonable person might be expected to show in the role of director (s 180). The business judgment rule, provides a "safe harbour" for a director who makes a judgment in good faith, for the best interests of the company and does not have a material interest in the judgment;

to act in good faith in the best interests of the company and for a proper purpose (s 181) , including to avoid conflicts of interest, and to reveal and manage conflicts if they arise. This duty is one of fidelity and trust, known as a 'fiduciary duty';

to not improperly use their position for personal gain or to the detriment to the company (s 182);

to not improperly use the information they gain in the course of their director duties for personal gain or to the detriment to the company (s 183);

Added to these areas is the duty not to trade whilst insolvent (s 588G). Other significant duties and responsibilities for directors include:

- maintaining adequate accounting records and the audit of financial statements;
- for listed companies, continuous disclosure of significant information;
- disclose and, if necessary, obtain approval for, related party transactions;
- lodgement of information with ASIC;

Other legislation, such as occupational health and safety and trade practices laws, imposes responsibilities on directors in addition to the Corporations Act. Certain industries may also have specific legislation with which directors must comply.

PURPOSE

The role of Alliance Directors is to add value to the Alliance's activities by providing sound corporate leadership with particular regard to:

- Maximising investment outcomes
- Developing corporate strategies and direction
- Maintaining high levels of accountability to our stakeholders and regulators
- Developing and protecting The Alliance's overall community standing
- Maintaining a strong strategic focus on operating decisions
- Assist in the process of monitoring performance of the CEO
- Approving the Corporate Strategic Plan and the Annual Budget
- Monitoring the performance of The Alliance against strategic and financial goals
- Identifying and managing areas of business risk
- Enhancing organisational awareness of the external environment
- Ensuring compliance with statutory, financial, social and corporate governance responsibilities.
- Actively contributing to the development and delivery of the Corporation's community engagement strategies

COMPETENCY STATEMENT

Director – Condamine Alliance

Qualifications

Australian Institute of Company Directors Diploma or equivalent – (desirable) or other relevant, demonstrated experience.

Communications

Demonstrated linkages and communication linkages to stakeholders in the catchment

Core Skills/Knowledge and Experience

- Policy formation and monitoring
- Strategic thinking and planning
- Monitoring performance against the strategic plan.
- Ability to analyse financial statements and draw appropriate conclusions about organisational health and wellbeing.
- Ability to analyse management reports and draw appropriate conclusions about progress towards agreed goals
- Effective communication skills, particularly with senior executives and other Board members
- Well developed teamwork skills
- Leading and managing through people
- Change Management – in particular an appreciation of strategic management of change at the corporate level
- Monitoring the external environment for changes that may have positive or adverse impacts on The Alliance's business.
- Broad knowledge of Legal and Corporate Governance
- Capacity to effectively represent The Alliance to stakeholders and the wider business community.

4 Desirable Skills/Knowledge and Experience

The following skills/experiences are desirable for Directors.

At least one Director should hold high level of knowledge, skills and experience in each skill area.

- Information Technology – in particular its application in business and communication applications
- Financial and Management Accountancy - including the ability to interpret performance of The Alliance against strategic and financial goals
- Legal – including specific exposure to/experience in commercial and statutory legal aspects of corporate dealings
- Corporate governance – extensive experience with corporate governance requirements and practices
- Human Resources – experience in strategic human resource management/advice
- Government Affairs – knowledge of government issues and processes as they relate to The Alliance
- Previous Board or Industry experience

Applicant Process:

If a person is interested to apply for this position and be involved in an election process then it is required that a resume and competency points need to be addressed.

Those parties interested may contact person below for other important documents that pertain to this position.


Mary-Lou Gittins
(Chair of CCMA)

07 46666290

0429642092

lcows@bluemaxx.com.au

Attachment 4.6 – Draft Agenda Page


	<p>MEETING</p> <p>VENUE</p> <p>DATE</p> <p>#</p>
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DRAFT AGENDA

Member Group	Representative	Present	Voting
Central Downs	Executive Member		
	Coordinator		
Chinchilla	Executive Member		
	Coordinator		
Jimbour Plains	Executive Member		
	Coordinator		
North Eastern Downs	Executive Member		
	Coordinator		
Millmerran	Executive Member		
	Coordinator		
Toowoomba	Executive Member		
	Coordinator		
Upper Condamine Headwaters	Executive Member		
	Coordinator		


Time	Agenda Item
	1. Welcome and apologies
	2. Minutes of Previous Meeting
	4. Correspondence
	Future Project Opportunities
	Governance Documentation:
	CLOSE & Next Meeting

Attachment 4.7 – Rolling Action format

	<p style="text-align: center;">MEETING</p> <p style="text-align: center;">VENUE DATE #</p>
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11 th November 2008			
<i>Actions</i>	<i>By Whom</i>	<i>By When</i>	<i>Status</i>

Attachment 4.8 – Minute Format

	<p>MEETING</p> <p>VENUE</p> <p>DATE</p> <p>#</p>
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Agenda Item &Details	Motions & Actions
OPENED:	
1.0 <u>Welcome Members</u> <u>Associates</u> <u>Guests:</u>	<i>Apologies:</i>
2.0 <i>Minutes of Previous Meetings</i> 2.1 Ordinary Meeting held (date of last meeting) 2.2 Committee Meetings 2.3 Rolling Action Update 2.4 Business arising	2.0.1 Motion: Moved by _____ seconded by _____ that the minutes of meetings stated be accepted as a true and correct record. Carried 2.3.1 Action: Rolling action list was tabled and updated
3.0 <i>Correspondence</i> 3.1 Business Arising:	3.0.1 Motion: Moved by _____ seconded by _____ Inward correspondence is accepted and the outward be indorsed. Carried
4.0 General Business	
4.1 Future Project Opportunities -	
4.2 Governance/Action Planning	

Attachment 4.9 **Sign in sheet**

DARLING DOWNS REGIONAL LANDCARE

MEETING HELD AT.....DATE:.....

NAME (Please Print)	GROUP	TIME OF ARRIVAL	TIME OF DEPARTURE	PHONE/MOBILE	SIGNATURE

Attachment 4. 10- **Sign Off by Member Groups**

The operating and protocols document is a “living document” and will be update and renewed every 12 months as part of the secretariat renewal process.

Chinchilla Area

Representative:..... Date

Brigalow Jimbour Area

Representative:..... Date

North East Downs Area

Representative.....Date

Toowoomba Area

Representative:.....Date

Central Downs Area

Representative:..... Date

Condamine Headwaters Area

Representative:..... Date

Millmerran Area

Representative:..... Date.....