

DRAFT Minutes

ORDINARY MEETING GOULBURN VALLEY REGIONAL LIBRARY CORPORATION

To be held on Thursday 21 September 2023
Commencing at 2pm
Finish 4pm
79 Benalla Road Shepparton
or remote Via Zoom

BOARD MEMBERS

Ms Louise Mitchell, Greater Shepparton City Council (Chair)
Cr Greg James, Greater Shepparton City Council
Mr Ghulam Hussain, Greater Shepparton City Council
Mr John Tanner AM, Moira Shire Council
Mr Mathew Jarvis, Moira Shire Council
Ms Jessica Bonaddio, Moira Shire Council
Cr Paul Murray, Strathbogie Shire Council
Ms Amanda Tingay, Strathbogie Shire Council
Ms Kym Bailey, Strathbogie Shire Council

Chief Executive Officer – Felicity Macchion

Vision

Connected, empowered and inspired our communities.

1.0 Acknowledgement

“We acknowledge the traditional owners of the land where we now meet and pay respect to their elders past and present.”

2.0 Apologies

Ghulam Hussain
Jessica Bonaddio

3.0 Confirmation of Minutes

Recommendation

That the Draft Minutes of the Ordinary Board Meeting held on 22 June 2023, as circulated, be confirmed.

Moved: Cr Paul Murray

Seconded: Kym Bailey

CARRIED

4.0 Business arising from the previous meeting Minutes

4.1 Board Meeting Action List

A Board action list has been created to record actions arising from the previous meeting. In future meetings this will be distributed with the draft minutes and updated in the Agenda.

No	Meeting	Action	Responsibility	Status
1	June 23	Update item 5 to reflect the 2020 Local Government Act – Declaration under acts, regulations, codes or local laws & declaration of any interest or conflict of interest -	CEO and Finance and Audit Committee	Complete
2	June 23	Finance and Audit committee recommend moving forward to document any conflicts by filling out a declaration form.	CEO and Finance and Audit Committee to develop the form.	Complete CEO set up a Conflicts of Interest declaration form.
3	June 23	CEO to bring a report to the September meeting on options, including the “no option” scenario for the Mobile Library.	CEO	Held off due to Geelong Regional Library conducting a Mobile Library Review – CEO to follow up their outcome
4	June 23	CEO to request GSCC Finance Team to show separate depreciation in future finance reports.	CEO	CEO in conversation with GSCC Finance Team
5	June 23	It was asked if ratios that are relevant to Libraries be added to the financial reports - Liquidity and underlying result Action: CEO to follow up with GSCC Finance Team	CEO	Complete This will be in the Sept Financial reports
6	June 23	That the Draft Reconciliation Action Plan be shared and asked for feedback from the Taungurung Land and Waters Council	CEO to follow up with Amanda Tingay to make sure this is done before the board	Waiting feedback from the Taungurung Land and Waters Council

			adopts the Draft Reconciliation Action Plan	
7	June 23	Risk Register to be updated in an offline workshop and brought back to the board in the September meeting	CEO and Finance and Risk Committee	Complete – Risk register on this agenda
8	June 23	CEO performance appraisal and 6-month probation period – The chair will bring the recruitment group back together for this.	CEO and recruitment group	In process agenda item 8

5.0 Declaration under acts, regulations, codes or local laws & declaration of any interest or conflict of interest

5.1 Meeting Declaration

Board members recognise the significance of fully observing the Local Government Act 2020 Part 6 Division 2 requirements regarding disclosing Interests and Conflicts of Interest. Members of regional library boards and regional library staff are subject to conflict of interest rules in the same way as Councillors and Council staff.

Board members must disclose an “interest” in a decision if they would receive, or could be reasonably perceived to receive, a direct or indirect financial or non-financial benefit or detriment from the decision. In addition, Board members are required to declare where they may have a conflict of interest, or they could reasonably be perceived to have a conflict of interest.

Board members are requested to fill in the ‘Declaration of Conflict form’ as soon as practicable.

No Conflict recorded

6.0 Correspondence

6.1 Purpose

To report on correspondence directly to and from the Board and / or relevant to Board governance.

6.2 Correspondence Inwards

Date	From	Item
20/7/2023	DJPR	Public Libraries Funding Program 22-23 Final report and acquittal
30/8/2023	Commissioner Gender Equality in the Public Sector – Dr Niki Vincent	Obligations under the Gender Equality Act 2020 for Regional Libraries
31/08/2023	Minister Horne	Advice of extension to 31 October 2023 for submission of Annual Report.
13/9/2023	Euroa Friends of the Library	Concerned about the Euro Library Refresh and consultation

6.3 Correspondence Outwards

Date	To	Item
4/7/2023	Melissa Horne	GV Libraries – Adopted 23/24 Annual Budget
14/9/23	Euroa Friends of the Library	Ensured them that I have not started the process and will consult with them in the next 4 weeks – working on Numurkah refresh first. Plan to do Euroa end November

- **CEO spoke to the email from the Commissioner regarding Regional Library Obligations** - all existing regional libraries (Library Corporations) will have obligations under the Act starting from 1 July 2024, with their first workplace gender audit and Gender Equality Action Plan due in 2025.
- **CEO spoke to the Euroa Friends of the Library email and has also had a conversation with the new chair Lauren Gibbs who has invited me to their next meeting in October.**

Recommendation

That the Inwards and Outwards Correspondence be noted.

Moved: Cr Paul Murray

Seconded: Louise Mitchell

CARRIED

7.0 Mistake on the agenda – skipped no. 7 and went straight to 8.

8.0 CEO Performance Review

8.1 Background

Agreed Performance Review process

- 1) CEO completes a performance self assessment and provides this to the full Board - **complete**
- 2) Board members provide feedback to the committee.
- 3) Committee meet with and without CEO to review performance.
- 4) Committee make a recommendation to the Board for consideration at the September Board meeting.

The CEO left the meeting and the Board discussed the self-assessment.

CEO Performance Review

The Board approved that the CEO:

- *provide additional detail/evidence of achievement in their self-assessment, to assist with assessing performance against agreed goals*
- *be supported to complete the Australian Institute of Company Directors' Company Directors Course*
- *be supported to explore executive coaching opportunities.*

Action: The CEO to provide additional detail/evidence of achievement to they Chair, who will then circulate to the board for feedback.

9.0 CEO Report

CEO went through the highlights of the report – Numurkah Library reopening to the community on Tuesday, 19 September to very positive feedback. It was a huge job but the library looks amazing.

The relocation of the Nagambie library will most likely happen towards the middle of October. The council has the key and the works should start next week.

Yarrowonga fundraising committee will kick off next Thursday, 28 September 1pm, where the Friends of the Library will hand over a cheque for \$20,000 which is amazing. Sausage Sizzle, book sale and handing over the cheque.

Comments from the report –

The CEO was asked about the location of the new Nagambie library and if it was in a good location – the CEO responded that it was in a location and it is a destination for most of the community and being in that precinct is a great outcome. Being close to IGA is a benefit for the families as they can come across and borrow books and attend activities. The CEO was also asked if the space was big enough. Although it is smaller than the old building, we can still do activities and also utilise the outdoor space in nicer weather. Although the collection is smaller, it will be accessible for the community.

The CEO was congratulated on all the work that has been done in Yarrowonga in regards to the new library. Getting out and talking to the community and also all the fundraising efforts. Great work on the Numurkah Library refresh was also mentioned.

Recommendation

That the Board notes the CEO report

Moved: Matt Jarvis

Seconded: Cr Paul Murray

CARRIED

10.0 Annual Financial Report 30 June 2023

The CEO went through the three Audit findings -

1. Carrying value of Library Lending and Materials and PPE – satisfied with the PPE balances are valued correctly with appropriate depreciation rates being applied as at June 30 23. For the book stock, they have identified an audit adjustment – to amend eResource depreciation expense which included a portion of book depreciation
2. Grant for Social Seniors was raised under unearned income, but it should have been under grant income.
3. Bad debts 93k moved to Provision for Doubtful Debts – this in relation to a Workcover claim.

The Finance and Audit Committee chair commented that GV Libraries are in a good financial position and have healthy cash. The workcover claim does need to be further investigated.

The Chair of the F & A committee congratulated the GSCC Finance team for their quality set of accounts and performance reporting format. They have also increased interest on accounts by investing and have generated additional income for GV Libraries.

Recommendation

That the Board adopts the 2022/23 Financial Statements.

Moved: Cr Paul Murray

Seconded: Matt Jarvis

CARRIED

11.0 Financial Report - 31 August 2023

The CEO went through the 31 August report findings below -

The statements show that with 17% of the year completed, we are \$28k over YTD in expenses this makes up 21,203 in depreciation.

Materials and Services are \$11k over budget YTD primarily due to insurance and LMS licence fee payments being made ahead of budget.

We have received initial instalments from member councils but have not yet received the State Government funding. This should be paid in September.

At this early stage, Capex is over primarily due to early payments for equipment received for the Numurkah project.

The chair of the Finance and Audit Committee added that it is very difficult in the capital report to see the expenditure on the different capital projects and asked if these could be in more detail in the next reporting cycle.

Action: The CEO to follow up with the GSCC finance team to include the different projects for Numurkah and Euroa in the reports at the next meeting.

Recommendation

That the Board approve the 31 August 2023 Financial report

Moved: Cr Paul Murray

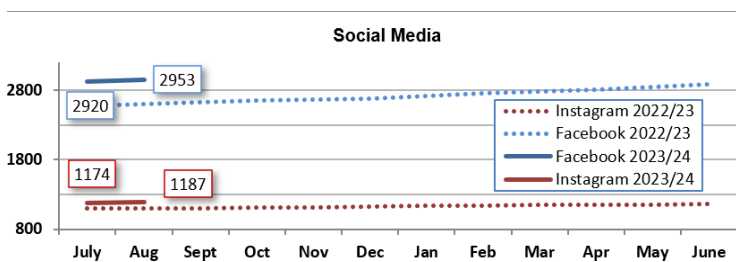
Seconded: Amanda Tingay

CARRIED

12.0 Business Operations Report

CEO highlighted the the Paper Crane community program has created a lot of interest. Members are encouraged to make origami paper cranes, which will be displayed in libraries before being sent to Hiroshima for the International Day of Peace. Friendly rivalry between branches has given an extra incentive to gather as many cranes as possible. Origami workshops were held to assist those who had yet to fold squares of paper into cranes.

Social Media is taking off – congrats to the Programs team who have put a lot of effort into promoting what all our libraries do. It is a credit to the team.



We have added “Comics Plus’ to our database with over 26,000 comics for Junior Teens and Adults.

You will also notice in our annual report that loans have increased by 40,000 items and visits to our branches have also increased by the same amount.

Comments on the report –

Noticing more people use the libraries for refuge from the heat and the cold. Same warm/cool place to come, and that will probably increase over the summer this year. Shepparton would like to work closer regarding this issue in the coming months to support the community.

With the addition of 26,000 items it would be worth flagging with the GSCC team for assets/depreciation of the collection.

Action: CEO to follow up with the addition of 26,000 to be included in the assets/depreciation.with the GSCC Finance Team.

Recommendation

That the Business Operations Report is accepted.

Moved: Louise Mitchell

Seconded: Cr Greg James

CARRIED

13.0 New Governance Model

CEO presented a PowerPoint presentation to go through the report in more detail.

It was then opened up for discussion.

Themes from the discussion –

GVL is working really well and the community know it as a trusted brand.

Benefits for the community is that they can use any of the libraries at any time when travelling around the region.

Discussion on the expansion to include other library services around the region. It was thought that this could happen at a later date and that maybe it would be best to take on the Future governance task first before opening it up but could happen in the future to maybe cut costs. It was also raised that taking on other services could also make it more challenging.

The board would like the transition to be minimal disruption for the community and staff.

It was unanimous that the board would like to stay in the collaboration. It is working and lots of benefits staying as GV Libraries.

The Chair went through the recommendations below and the board thought that the option of the Not-for-profit, Company Limited by Guarantee' model was the preferred future governance model for Goulburn Valley Libraries moving forward.

The Board was then briefed on the next steps and taking this to the Council/Shire Council briefings and council meetings for each council to decide on the options that best suit them.

Recommendation by the GV Library Board –

- 1. Continued collaboration in the delivery of library services by the current member councils of the Goulburn Valley Regional Library Corporation.**
- 2. Adoption of the 'Not-for-profit, Company Limited by Guarantee' model, registered under the Corporations Act 2001 and registered as a charity with the Australian Charities and Not-for-profits Commission, as the preferred future governance model for the Goulburn Valley Regional Library Corporation.**
- 3. The Board agrees that cost contributions from member Councils are reviewed as part of the future collaborative governance model and agreement.**

Moved: Cr Paul Murray

Seconded: Kym Bailey

CARRIED

14.0 Open Library Report

The CEO went through the Open Library Report. Highlighting the need in the community and the benefits. The community can come into their library when they need, either to keep cool/warm. Cost of living is high.

Cost would have to come from Council Capital funding or apply for grant funding.

Recommendation

That board notes the Open Library Report. CEO to explore current costs, security and Risk assessment and bring back to November meeting.

Moved: Cr Paul Murray

Seconded: Matt Jarvis

CARRIED

15.0 Draft 2022/23 Annual Operations Report

Background

A draft 2022/23 Annual Operations Report has been prepared and will be provided separately for noting and review before the meeting.

A special meeting to adopt the Annual Report 22/23 will need to be scheduled in October, or it could be conducted by an email Circular Resolution rather than a formal meeting.

Recommendation

- a) That board notes and reviews the draft 2022/23 Annual Operations Report.
- b) That the board decides an email by Circular Resolution to adopt the 2022/23 Annual Report in October

Moved: Cr Paul Murray

Seconded: Cr Greg James

CARRIED

16.0 Review of Policies

Background

The policy, plan and risk register below have been reviewed by the Finance and Audit committee dated 14 September 2023. It was recommended by the committee that they come to the board to final adoption. The following were attached to the agenda email.

- Business Continuity and Disaster Recovery Plan – many updates on the suppliers were included in this review – and relevant risks at this point in time were also included eg. Open Library.
- Fraud Prevention Policy – reviewed and recommended by the Finance and Audit Committee
- Risk Register – additions Cybersecurity, Floods and Open Library.

Recommendation

That board approve the review and updates of the Business Continuity and Disaster Recovery Plan, the Fraud Prevention Policy and the Risk Register review.

Moved: Louise Mitchell

Seconded: Kym Bailey

CARRIED

17.0 Information Items

No Information Items were received.

18.0 Motions on Notice

No Motions on notice were received.

19.0 Other Business

No Other Business was recorded.

20.0 Next Meeting

The next ordinary meeting of the Board will be held on 23 November 2023, commencing at 2 pm.

Felicity Macchion
Chief Executive Officer

Board Meeting Planner

Date	Meeting	Agenda Items
16 November 2023	Finance & Audit Committee	Review of Procurement Policy The CEO to follow up with the GSCC finance team to include the different projects in the reports at the next meeting. CEO to follow up with the addition of 26,000 to be included in the assets/depreciation.with the GSCC Finance Team.
23 November 2023	Board	Confirmation of chair, deputy, committees Review Code of Conduct Open Library costings - explore current costs, security and Risk assessment CEO to could add more examples in the Performance self-assessment document and the Chair will recirculate.
15 February 2024	Finance & Audit Committee	Draft Budget, Policy register
22 February 2024	Board	Draft Budget
18 April 2024	Finance & Audit Committee	
25 April 2024	Board	Approve Budget for public review
13 June 2024	Finance & Audit Committee	Review Risk register Review delegations
20 June 2024	Board	Approve Budget Review Risk Register
12 September 2024	Finance & Audit Committee	End of year financial report
19 September 2024	Board	Annual report
14 November 2024	Finance & Audit Committee	Review of Procurement Policy and delegations
21 November 2024	Board	Confirmation of chair, deputy, committees Review Code of Conduct

Finance and Audit Committee meetings will be held at least one week prior to a general Board meeting and scheduled to meet participant's availability.