# MINUTES
# OF THE ONE HUNDRED AND EIGHTY EIGHTH MEETING
# OF THE
# CULTURAL FACILITIES CORPORATION (CFC)

## HELD AT

## PUBLIC MEETING ROOM
## CANBERRA MUSEUM AND GALLERY

## ON

## 23 FEBRUARY 2022

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**PRESENT:**

Acting Justice Richard Refshauge (Chair)
Ms Helen O'Neil (Deputy Chair)
Ms Vicky Darling (via WebEx)
Ms Genevieve Jacobs AM
Mr Gordon Ramsay (Chief Executive Officer - CEO)
Mr Shad Sears
Mr Julian Widdup

**APOLOGIES:**

**ALSO PRESENT:**

Ms Tara Cheyne MLA, Minister for the Arts and Mr Michael Liu, Arts Adviser for Item 2.1 (from 2.00 – 2.35 pm)
Mr Duncan Edghill, Chief Projects Officer, Mr Shaun Strachan, Deputy Chief Projects Officer, Major Projects Canberra and Mr Malcolm Snow, Chief Executive Officer, City Renewal Authority for Item 2.2 (2.40 – 3.15 pm)
Mr Ian Tidy, Chief Finance Officer for Items 3.3 and 3.4 (from 3.45 pm to 4.10 pm)
Dr Brooke Thomas, Chief of Staff (for whole meeting)
Ms Maria Wallace, Minutes Secretary (for whole meeting)

| Item | Topic | Outcome | Actions arising |
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| 1. | Meeting opening and formal matters | The meeting commenced at 1.50 pm | |
| 1.1 | Welcome, acknowledgement of country and apologies | The Chair welcomed Members to the 188th meeting of the Board of the CFC and acknowledged country.<br><br>The Chair also welcomed Dr Brooke Thomas, newly appointed Chief of Staff to the CEO CFC, to the meeting. | |

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| 1.2 | Members' Disclosure of Interest re: Agenda Items and Annual Declarations of Interest | Members<br>(a) made any disclosure of interest in relation to items in the current agenda or there were no disclosures of interest made specifically relating to this agenda;<br>(b) discussed how conflicts might arise and how these could be dealt with.<br><br>The Deputy Chair, Ms Jacobs, Mr Widdup and the CEO circulated their completed Annual Declaration of Interest forms for 2022 to other Members.<br><br>The Chair, Ms Darling and Mr Sears **AGREED** to provide their Annual Declarations for distribution to other members.<br><br>Members **NOTED** that the completed forms would then be placed on file. | (i) Chair, Ms Darling and Ms Sears to submit their Annual Declarations for distribution to other Members.<br>(ii) Minutes Secretary to file all completed declarations once they have been received and distributed. |
| 1.3 | Confirmation of agenda including review of matters for noting | Members **CONFIRMED** the Agenda.<br><br>Ms Jacobs **NOTED** for the information of Members that six new members of the Minister's Creative Council had now been appointed.<br><br>The Chair **CONFIRMED** that, going forward, additional matters for noting would be identified by Members at this point in the agenda, with a view to making time at the end of each meeting, if time allowed. | |
| 1.4 | Minutes of the previous meeting and matters arising | Members:<br>(a) **CONFIRMED** the Minutes of the CFC's 187th meeting held on 8 December 2022 (the Minutes were signed by the Chair accordingly);<br>(b) **NOTED** a status report on matters arising from previous meetings; and<br>(c) **AGREED on** a new approach to this status report, to reduce the volume of items reported and facilitate monitoring of those items and expressed positive feedback on this new approach. | |

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| 2.1 | Strategic discussion with the Minister | The Chair welcomed Ms Tara Cheyne MLA, Minister for the Arts, Mr Joe Saunders, Chief of Staff, and Mr Michael Liu, Arts Adviser, to the meeting.<br><br>Members held a strategic discussion with the Minister, focusing on: the ACT Budget context; and the Minister's priorities for the arts portfolio in the year ahead, including how the CFC could work for her to achieve these.<br><br>The Minister stated that the CFC will be a pivotal stakeholder in the development of the greater Civic Square precinct (the "cultural district") and that the new theatre will be the central to all considerations of the greater development.<br><br>The Minister also stated that the CFC will be consulted as part of the pending review of the ACT Arts Policy.<br><br>Members **AGREED** that the Chair should write to the Minister, thanking her for her time and summarising the outcomes of the discussion.<br><br>The Chair thanked the Minister, Mr Saunders and Mr Liu for their time at the meeting. | (i) The Chair to write to the Minister thanking her for her attendance at the meeting. |
| 2.2 | Civic cultural planning and New Theatre | The Chair welcomed Mr Malcolm Snow, Chief Executive Officer, City Renewal Authority, Mr Duncan Edghill, Chief Projects Officer and Mr Shaun Strachan, Deputy Chief Projects Officer, Major Projects Canberra, to the meeting.<br><br>Members:<br><br>(a) **NOTED** the informational updates from Mr Snow and Mr Edghill;<br>(b) **DISCUSSED** the work regarding the Cultural District Concept draft and the [redacted]<br>(c) **DISCUSSED** the progress on the early design work for the new Canberra Theatre Centre; and<br>(d) **AFFIRMED** the opinion of the Board that the CFC should be considered | (i) The CEO to write to Mr Snow, Mr Edghill and Mr Strachan thanking them for their attendance at the meeting. |

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| | | central in the governance, planning and operation of the cultural District and requested the CEO to continue to take steps to facilitate that as necessary.<br><br>The Chair thanked Mr Snow, Mr Edghill and Mr Strachan for their attendance at the meeting. | |
| 3.1 | Matters from the Chair | Members **NOTED** that:<br><br>(a) the Chair and CEO had been involved in the preparation of the City Renewal Authority combined concept document;<br>(b) the Chair, CEO and Director CMAG had written a letter to long-time CMAG donor and philanthropist Ms Meredith Hinchcliffe AM, congratulating her on her recent Australia Day Honour; and<br>(c) the Chair had also written with congratulations to Ms Caroline Stacey OAM, Chief Executive Officer and Artistic Director of the Street Theatre. | |
| 3.2 | Chief Executive Officer's report | Members:<br><br>(a) **AGREED** to the acquisition of five Sidney Nolan works, including three photographs and two enamel paintings on glass, by donation;<br>(b) **AGREED** to pass on congratulations to Dr Sarah Schmidt, Director CMAG, for facilitating the Nolan donation;<br>(c) **NOTED** that CMAG had also secured the loan of nine works from Sidney Nolan's *Dante's Inferno* series for display in CMAG from 9 April 2022 to 9 July 2022 and **AGREED** that CMAG should arrange publicity/social media promotion of this exhibition;<br>(d) **NOTED** the focus on strategic relationship development and the role of the CFC;<br>(e) **NOTED** the pending review of the CFC Act;<br>(f) **AGREED** that the CEO would brief Members on the proposed CFC Act review;<br>(g) **NOTED** the impacts of COVID-19 and health restrictions on staff and on business areas; | (i) CEO to pass on congratulations to Director CMAG for her work in facilitating both the Nolan acquisition donation and the loan of nine works from the *Dante's Inferno* series.<br>(ii) Director CMAG to arrange publicity/social media for the promotion of the *Dante's Inferno* exhibition.<br>(iii) CEO to brief Members on the proposed CFC Act review. |

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| | | (h) **NOTED** the recent work and planned work for Light Rail;<br>(i) **NOTED** that recommendations for appointments to the Convenor and Deputy Convenor of the Canberra Theatre Centre Advisory Committee would be brought to the Board once the committee had settled into its operations;<br>(j) **NOTED** Dr Anna Wong, Director, ACT Historic Places, has contacted [redacted] to assess her interest in appointment to the Historic Places Advisory Committee;<br>(k) **NOTED** a review of the Board Charter would occur as part of the April 2022 Board meeting; and<br>(l) **NOTED** a site visit to Mugga-Mugga on 1 April 2022 for the Minister for Heritage, Ms Rebecca Vassarotti, in conjunction with Minister Cheyne's office, to allow Minister Vassarotti to understand the impact of potential developments close to the site and also to see the renewal energy demonstration project there.<br><br>**NOTED** all other matters covered in the report, and discussed issues arising from them. | |
| 3.3 | Finance Report | The Chair welcomed Mr Ian Tidy, Chief Finance Officer, to the meeting.<br><br>Members:<br>(a) **NOTED** the Executive Summary/ Responses to Strategic Questions;<br>(b) **NOTED** the Financial Results to January 2022;<br>(c) **NOTED** the Capital and Strategic Projects Report to January 2022;<br>(d) **DISCUSSED** the trial of a new metric, in consultation with the Audit Committee, to track own-sourced revenue, breaking it down into business units, and **AGREED** that the CFO would bring this to the April 2022 meeting;<br>(e) **NOTED** the draft minutes of the Audit Committee meeting, held on 28 January 2022; | (i) CFO to bring the new metric on own-sourced revenue to the April 2022 meeting.<br>(ii) CFO to keep Members informed regarding any communication issues and feedback regarding the superannuation issue.<br>(iii) CFO to contact Risk Logic representatives to assist with communication |

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| | | (f) **NOTED** the update on the 2022-23 Budget processes;<br>(g) **NOTED** the update on the superannuation issue;<br>(h) **AGREED** that the CFO would keep Members informed regarding any communication issues and feedback regarding the superannuation issue; and<br>(i) **NOTED** that the CFO would contact Risk Logic representatives for assistance with communication strategies on the superannuation matter. | strategies regarding the superannuation issue. |
| 3.4 | Workplace Safety Report | Mr Tidy remained for this agenda item<br><br>Members:<br>(a) **NOTED** information about workplace safety issues in the CFC;<br>(b) **NOTED** that the CFO has received some further information as to the reasons for a higher increase in the CFC's workers compensation insurance premium; and<br>(c) **NOTED** that the ACT Work Health and Safety Commissioner, Ms Jacqueline Agius, would be invited to attend a future Board meeting in 2022.<br><br>The Chair thanked Mr Tidy for attending the meeting. | (i) CEO/Minutes Secretary to invite the ACT Work Health and Safety Commissioner, Ms Jacqueline Agius to a future Board meeting in 2022. |
| 3.5 | Strategic Priorities report | Members **NOTED**:<br>(a) a summary of the full Key Documents Register; and<br>(b) that Dr Brooke Thomas, Chief of Staff, will be commencing work on an audit and review of CFC policies. | (i) Chief of Staff to commence work on an audit and review of CFC policies. |
| 4. | Other business | There was no other business. | |
| 5.1 | Membership matters | Members **NOTED:**<br>(a) a schedule of current terms of appointment of Members;<br>(b) that the appointment process for the two vacant board positions was completed and, by Disallowable Instrument notified on 16 December 2021, the terms of both Ms Jacobs and Mr Sears have been extended, | (i) CEO to follow up with artsACT regarding the four appointments due in 2022. |

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| 5.2 | Diary matters | Members:<br>(a) **NOTED** a list of forthcoming events at the CFC's venues, including CMAG after Dark (in association with Events ACT and *Enlighten Festival's Illuminations* and *Canberra After Dark* activities) on Thursday 10 March 2022; the limited exhibition of the *Dante's Inferno* series of works at CMAG from 9 April 2022 to 9 July 2022; the CTC Season 2022 Launch event on Monday 7 March 2022, where the Minister will be speaking; and the *Wellbeing Workshops* being held during March 2022 at ACT Historic Places sites;<br>(b) **AGREED** to Members' attendance at a number of these events;<br>(c) **NOTED** a suggestion from the Chair to invite a representative from Events ACT to a future meeting; and<br>(d) **NOTED** that it was still necessary to have limited on attendance numbers for certain events due to COVID-19 restrictions. | (i) Minutes Secretary to send reminder email to Members regarding the *CMAG after Dark* and *Dante's Inferno* exhibition.<br>(ii) Chair and CEO to explore the suggestion of inviting a representative from Events ACT to a future Board meeting. |
| 5.3 | Key diary dates for 2022 | Members **NOTED** the key diary dates for 2022. | |
| 5.4 | Proposed topics for Board meetings in 2022 | Members:<br>(a) **AGREED** to a revised schedule of dates and times for the remaining Board meetings for 2022, as | (i) Minutes Secretary to update Members' diaries with the |

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| | | discussed separately between Members and the Chair;<br>(b) **AGREED** to a schedule of topics for Board meetings in 2022;<br>(c) **AGREED** to the locations of these meetings;<br>(d) **AGREED** that the annual visit to Calthorpes' House would be held on 9 November 2022; and<br>(e) **AGREED** that the timing and format of the proposed Risk Appetite Workshop will be considered further by the CEO, in consultation with the Chair, Deputy Chair and Mr Sears; and<br>(f) **NOTED** a suggestion from Mr Widdup about including 360 degree feedback evaluation, and an additional strategic workshop as part of a Board evaluation process. | new dates and times of remaining 2022 Board meetings.<br>(ii) CEO, Chair, Deputy Chair and Mr Sears to discuss timing and format of the proposed Risk Appetite Workshop. |
| 3.2 | Legal matters report | Members **NOTED:**<br>(a) legal services provided to the CFC by the ACT Government Solicitor in 2020-21 and 2021-22; and<br>(b) that, in addition to legal advice, advice had been sought from ACT Health and the ACT Chief Health Officer on a range of COVID related matters. | |
| 3.1 | Exception Report on Performance Outcomes to 31 January 2022 | Members **NOTED** the exception report on performance outcomes for the CFC to 31 January 2022. | |
| 4. | Next meeting | Members **NOTED** that the next Board meeting was scheduled for 1.00 pm on Thursday 21 April 2022 at Lanyon. | |

The meeting concluded at 4.20 pm.

[signature] ............................................ (Chair)

25 April 2022 ............................................ (Date)