

CAULFIELD RACECOURSE RESERVE

MINUTES OF A MEETING OF TRUSTEES

DATE	Tuesday, 18 February 2014 at 2.03pm
VENUE	Trustees Room, Caulfield Racecourse Reserve, Caulfield, Melbourne
PRESENT	G Sword (Chairman) M Cain Cr M Esakoff R Fenwick P Le Grand Cr J Hyams R Kennedy M Lau Cr M Lipshutz P McCarthy I J MacDonald Justice S Marshall N Staikos M J Symons E M P Tanner
IN ATTENDANCE	J L Page (Secretary)

1: WELCOME

The Chairman opened the meeting and welcomed all Trustees.

2: APOLOGIES

No apologies were recorded.

3: ACKNOWLEDGEMENT

The Chairman delivered the acknowledgement to country:

'I would like to acknowledge the Wurundjeri people, the Traditional Owners of the land on which we are gathered and pay my respects to their Elders both past and present'.

4: CONFLICTS OF INTEREST

The Chairman reminded Trustees of their requirement for disclosure of Conflicts of Interest in relation to items listed for consideration in the Agenda.

No conflicts were recorded.

5: TRUSTEE NOMINEES UPDATE

It was noted that no vacancies for Trustee Nominees exist at this time.

6: MINUTES

Minutes of the Last Meeting – The Minutes of the meeting held Friday, 13 December 2013 were accepted as an accurate record of the meeting, subject to an amendment to one paragraph on page 5 to include CKC reassessing their valuation to include greater weight to community use and provision of the rent & valuation guidelines.

It was **RESOLVED** that these minutes be **ADOPTED**.

Proposed: Michael Lipshutz

Seconded: Nicolaos Staikos

This motion was unanimously carried.

Matters Arising

- (i) **Correspondence**
 - (a & b) *Secretary advised that Mrs Healy and Ms Roslyn Gold had been advised that the matters they had raised regarding signage & access to the Reserve had been referred to the Trustees working group.*
This was further covered under item 9.1
 - (c) *Secretary advised that she had written to CMAFC offering them similar arrangements to those agreed to by AFF Inc. for the period to 31 March 2014*
This was further covered under item 9.4
 - (d) *Secretary further advised that she had written to AFF Inc offering them an extension until 31 March 2014 — See agenda Item 7.1*
This was further covered under item 7.1
- (ii) **Lease Sub Committee**
 - (e) *Chairman advised that he had written to MRC:*
 1. *seeking their agreement to binding arbitration from the office of the Valuer General*
 2. *addressing the issues raised in the recommendations, namely: impressing that resolving future tenure arrangements at the Reserve must proceed with some urgency;*
 3. *seeking their commitment to an expedited timetable to hold negotiations;*
 4. *reminding them that Trustees' consent is required before maintenance & development works are conducted on Reserve;&*
 5. *advising them of the over holding to 22 February 2014*
This was further covered under item 8.2.1
 - (f) *Chairman advised that DEPI & the Office of Valuer General were cc'd on the correspondence above*
This was further covered under item 7.1

- (g) *All Trustees to be reminded of their duties to exercise the powers they hold as Trustees.*
- (h) *Secretary advised she had garnered possible dates from all Trustees to set today's meeting.*
- (iii) *Other Agenda Items*
 - (i) *Master Plan*
This had been deferred to the working group
This was covered under Agenda Item 9.1
 - (h) *Governance Policy*
Secretary advised she had engaged VGSO to develop a Governance Policy for Trustees
This was covered under Agenda Item 9.2

The matter of outstanding items from previous minutes was raised and it was agreed that a running table of actions be developed and included as part of future papers.

ACTION: Chairman to develop with Secretary.

7: CORRESPONDENCE

There were eight items of correspondence tabled:

- (1) From MRC – Without Prejudice Letter
'On 23 December 2013'
- (2) From Ms Healy Glen Eira Resident
'On 14 January 2014 following up Trustees action re her meeting with Chairman Greg Sword in Nov 2013 and seeking advice re a concrete pathway being constructed in Glenhuntly Park'
- (3) From Minister Ryan Smith MP
'On 17 January 2014 re response to Chairman's cc'd letter to MRC'
- (4) From Denis Beilby, Secretary of the Australian Freestyle Flyers Inc
'On 20 January 2014 – thanking Trustees for extension to 31 March 2014'
- (5) From Caulfield Model Aircraft Flying Club
'On 28 January 2014 - Seeking Trustees reconsideration of the Terms of Use offered to CMAFA'
- (6) From Anthony Leggiero, VGSO
'On 29 January 2014 regarding engagement by Trustees of VGSO to develop a Governance Policy'
- (7) From MRC – Three letters
'On 6 February & 17 February 2014 - Commentary regarding Lease negotiations'
- (8) From Peter Brohier – Glen Eira Resident
'On 17 February 2014 – seeking permission to address the Trustees at the next meeting on the issues of *the total development of the CRR and the business precinct that can relate to it, keeping racing and training at Caulfield and integrating it.*'

Items (1) (3) & (7) was covered under Agenda item 8.2.1

Item (2) Secretary advised she had telephoned Ms Healy again on the morning of 18 Feb

2014 reminding her that the issues she had raised re Access & Signage had been referred to the working group. Regarding the concrete pathway being constructed in Glenhuntly Park – the chairman sought advice from the Council nominated Trustees who agreed to advise the secretary in the next few days of details of this activity.

ACTION: Council nominated Trustees to advise secretary regarding pathway construction within Glen Huntly Park.

Items (4) was noted.

Item (5) was covered under Agenda item 9.4.

Item (6) was covered under Agenda item 9.2.

Item (8) It was agreed to invite Mr Brohier, for a set period of time, to address the Trustees at the next meeting.

ACTION: Secretary to advise Mr Brohier of Trustees invitation & liaise with him re his attendance.

A request for all correspondence written by the Chairman on behalf of the Trustees to be documented as part of the papers was made to the meeting.

ACTION: Secretary & Chairman to ensure all correspondence is documented as part of the Trustees papers.

8: REPORTS FROM COMMITTEES

FINANCIALS

(i) Trust Funds

The Secretary tabled advice as to the current position of the Trust Operating Account and Funds on Deposit.

The above reports were **NOTED**.

LEASE SUB COMMITTEE

1. Update from the Working group

Renewal Lease Details

The Chairman provided an update and overview in relation to recent discussions between the working group and the members of the executive of the Melbourne Racing Club.

The working group are now awaiting an outline 'key principles' document from the MRC to further progress the renewal discussions.

2. Extension to the over holding period

In light of the recent progress in discussions with the MRC it was recommended that Trustees agree to a term of another months over holding to 21 March 2014.

Proposed: Michael Lipshutz

Seconded: EdgarTanner

This motion was unanimously carried.

The chairman advised that he would seek further advice from Herbert Smith Freehills on any legal & moral obligations of the Trustee, should the interim lease negotiations not be resolved by the conclusion of the over- holding period of three months.

9: OTHER AGENDA ITEMS

Master Plan

The working group tabled the matter of the Trustee developing a MASTER PLAN in consultation with the MRC, GECC & community groups.

The working group proposed the following action:

1. Identify consultants/landscape architects to approach
2. Prepare brief & invite request for proposals [RFPs]
3. Appoint consultant/landscape architects
4. Consultant/landscape architects to arrange consultations with each stakeholder group
5. Present Draft Master Plan to Trustees for consideration
6. Table DRAFT Master Plan to community via community consultations.

It was resolved that the above actions of the working group be endorsed and that a report should be provided to the Trustees as a whole on the details of the brief and possible costings ahead [Point 2] of any appointments [appoint 3].

Proposed: Peter Le Grand

Seconded: Michael Lipshutz

This motion was unanimously carried.

ACTION: Secretary to approach consultants and develop a brief with the working group for circulation at the next Trustees meeting.

Governance Policy

The Secretary tabled draft Contents page advising that these were the only areas to be included in the Governance Policy.

It was noted that the Governance Policy should detail and give examples of What a conflict is/might be.

The report was NOTED.

ACTION: Secretary to ensure Governance Policy has details of, and examples for, 'What a conflict is/might be'.

Maintenance and Development Plan Update

Under the Deed of Maintenance and Development between Trustees and the MRC dated 17 February 1997 the MRC has advised that they will provide a report detailing the Maintenance and Development carried out during the previous (12 months) and planned activities for the following 12 months at the next meeting.

In the meantime the MRC tabled a report seeking Trustees approval for the following :

1. Refurbishment and upgrade to the Medallion Bar including any changes to the floor area and associated external alterations; &
2. Construction and use of a new permanent infield screen.

After some discussion it was **RESOLVED** that the Trustees approval be granted to both projects.

Carried by Majority.

ACTION: Secretary to write to MRC advising of Trustees approval and encourage MRC to now seek Land Owners consent ahead of their application for a planning permit from the City of Glen Eira.

Other

Caulfield Model Aircraft Flying Club

The secretary tabled a response from the CMAFC in relation to the Trustees offer and proposed Conditions of Use for the use of the Reserve for the flying of model aircraft.

After some discussion, the Trustee resolved that they would maintain their original offer of the Terms & Conditions of Use.

ACTION: Secretary to write to CMAFC advising of Trustees response to their correspondence.

ACTION: Secretary to advise AFF Inc of the Trustees decision.

It was further noted that the AFF Inc should provide a copy of their annual policy and proof of its renewal each year to the secretary of Trustees. A copy of all current AFF Inc documentation was requested to be forwarded to Trustee Peter McCarthy for review.

10: GENERAL BUSINESS

No matters for General Business were tabled.

11: DATE OF NEXT MEETING(S)

The secretary to canvass potential dates for the next two meetings namely during April & August 2014.

It was resolved that a motion seeking a circulated resolution may be forwarded ahead of the current interim-lease over-holding period seeking Trustees approval to grant further one months' extension to the MRC.

The Trustees Meeting closed at 2.50pm.

Minutes approved by the chairman

Signature: 

Date: 7/8/14