

Mambo Foundation
Minutes from Board Meeting
22 February 2006, 8.00pm

In Attendance

Peter Lamont – President
Jim Begley – Secretary
Justina Phoon – Public Officer & Treasurer
Martin Brampton – Ordinary Director

Call to Order

Peter called the meeting to order at 8:10pm

Old Business

Justina updated the Board on the changes with the Foundation's bank account. With the need to have a Visa debit card attached to the bank account, the existing Bendigo Club Cheque account has been converted to a Community Sector account. A requirement for obtaining a Visa debit card is to have only one signatory on the account, not two (Peter and Justina) as was how the original bank account was set up. Peter is now the signatory for cheques and online transactions.

Process to Decisions made on behalf of the Foundation

Peter led a discussion regarding a possible lack of process with regard to decisions made on behalf of the Foundation. Some examples he gave are:

1. Changes to the Foundation's website that had inaccurate content
2. Google ads in 'The Source' and questions as to how the funds were being handled
3. Selective waiving of membership fees for volunteers

Martin suggested we also look at improving the general administration of the Foundation.

All members agreed that there needs to be better guideline from the foundation on what types of actions would require board approval before the MSC can make changes.

The board also agreed that they would be more reactive to the requests of the MSC.

Action Items:

1. Determine if we have a framework in place for the MSC to work with the Board. If not, one needs to be created.
2. Check on the facts regarding the Google ad issue and correct any areas that are needed to be legally compliant.
3. Review the contents of the website to ensure factual accuracy.

Resignation of Secretary and Board Member – Jim Begley

Jim has submitted a letter of resignation to the Board, as he feels he is unable to continue to serve the Foundation due to a lack of time and a need to focus on his business. Peter had approached Jim to remain on the Board for another three months and while he retains the

position of Secretary, his duties will be shared between other Board members in the interim period. Jim accepted this offer.

Nomination of Ric Shreves to be a Board Member

Peter led a discussion regarding appointing a new director to the Board, refer to 22.2 in Rules of Association: "In the event of a casual vacancy occurring in the office of an ordinary director, the Board may appoint a member of the Association to fill the vacancy and the member appointed shall hold office, subject to these Rules, until the conclusion of the annual general meeting next following the date of the appointment."

There is a pre-condition that the person must be a member of the association, which Ric is. Ric was also voted by the MSC to serve as a Board member.

Peter Lamont nominated Ric Shreves to the Board, Seconded by Justina Phoon

Votes – all members voted in favor.

Any Other Business

1. Martin asked if the Board had any formal acceptance documentation to show that Board members have nominated and accepted candidates. Justina responded that the Board did not, as Australian law did not require this for an association. However, the Board can vote on a formal process it wants to adopt if it was deemed essential.
2. Ric Shreves needs to be added to the Board's mailing list. Justina will be responsible for ensuring this is done.
3. Next Board meeting to be held on Wednesday, 1st March at 9pm, Melbourne time.

Peter Lamont adjourned the meeting