

South West Country Zone Minutes

24 June 2022

Shire of Harvey
Australind Council Chambers
7 Mulgara St
Australind

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South West Country Zone

Meeting held at

Australind Council Chambers, Shire of Harvey, 7 Mulgara Street, Australind Friday 24 June 2022

Minutes

The Chair, Cr Tony Dean, declared the meeting open at 9:09am.

1. OPENING AND WELCOME

1.1 Acknowledgement of Country

We, the South West Country Zone of WALGA acknowledge the Nyoongar people, the Traditional Custodians of this land, and pay our respects to their Elders past, present and future.

2. ATTENDANCE AND APOLOGIES

Attendance

Shire of Augusta Margaret

River

President Cr Paula Cristoffanini (via videoconference) Ms Stephanie Addison-Brown, Chief Executive Officer

non-voting delegate

Shire of Boyup Brook President Cr Richard Walker

Mr Dale Putland, Chief Executive Officer non-voting

delegate

Shire of Bridgetown-

Greenbushes

President Cr Jenny Mountford

Mr Tim Clynch, Chief Executive Officer non-voting

delegate

City of Bunbury Cr Amanda Yip (Proxy)

Cr Tresslyn Smith (Observer), Chair Bunbury Harvey

Regional Council

Mr Mal Osborne, Chief Executive Officer non-voting

delegate

City of Busselton Mayor Grant Henley

Mr Mike Archer, Chief Executive Officer

Mr Tony Nottle, Director Finance and Corporate Services

Shire of Capel Mr Gordon MacMile, Chief Executive Officer

Shire of Collie President Cr Sarah Stanley

Mr Stuart Devenish, Chief Executive Officer non-voting

delegate

Shire of Dardanup President Cr Michael Bennett

Mr Phil Anastasakis, A/Chief Executive Officer non-voting

delegate

Shire of Donnybrook-

Balingup

President Cr Leanne Wringe

Mr Ben Rose, Chief Executive Officer non-voting delegate

Shire of Harvey President Cr Paul Gillett

Cr Wendy Dickinson (Observer), Deputy Chair, Bunbury

Harvey Regional Council

Ms Annie Riordan, Chief Executive Officer non-voting

delegate

Shire of Manjimup Hon President Cr Paul Omodei

Mr Brian Robinson, A/Chief Executive Officer non-voting

delegate

Shire of Nannup President Cr Tony Dean (Chair)

Mr David Taylor, Chief Executive Officer non-voting

delegate

WA Local Government Association Secretariat Tim Lane, Manager, Strategy and Association Governance

(executive officer)

Daniel Thomson, Economist

South West Development

Commission

Ashley Clements, Director Regional Development -

Infrastructure and Lands (via videoconference)

RDA South West Charles Jenkinson, Director Regional Development

Guests Peter Keane, Chief Executive Officer, Bunbury Harvey

Regional Council

Apologies

City of Bunbury Mayor Jaysen De San Miguel

Shire of Capel President Cr Doug Kitchen

Cr Sebastian Schiano, Deputy President

Shire of Dardanup Mr André Schönfeldt, Chief Executive Officer

Shire of Manjimup Mr Andrew Campbell, Chief Executive Officer

South West Development

Commission

Mellisa Teede, Chief Executive Officer

3. DECLARATIONS OF INTEREST

Nil.

4. ANNOUNCEMENTS

4.1 Attachments

The following are provided as attachments to the agenda:

- 1. South West Country Zone Minutes 22 April 2022
- 2. Discussion Paper Arrangements for Management of Volunteer Bush Fire Brigades: Proposed Advocacy Position
- 3. WALGA President's Report
- 4. State Council Agenda July 2022

5. **GUEST SPEAKERS / DEPUTATIONS**

5.1 Shire of Harvey

President Cr Paul Gillett and Ms Annie Riordan, Chief Executive Officer

President Cr Gillett and Ms Riordan, Chief Executive Officer presented to the meeting on priorities and key projects.

Hon President Cr Paul Omodei joined the meeting at 9:35am.

5.2 Bunbury Harvey Regional Council

Peter Keane, Chief Executive Officer, Bunbury Harvey Regional Council

Peter presented to the Zone on the Bunbury Harvey Regional Council and regional waste management issues.

5.3 Economic Update

Daniel Thomson, Economist, WALGA

Daniel presented to the Zone on the economic situation and forecasts.

The meeting adjourned at 10:37am and reconvened at 11:03am.

6. MINUTES

6.1 Confirmation of Minutes from the South West Country Zone meeting held Friday 22 April 2022 (Attachment 1)

The Minutes of the South West Country Zone meeting held on Friday 22 April 2022 have previously been circulated to Member Councils and are provided as an attachment to this agenda.

RESOLUTION

Moved: Mayor Grant Henley

Seconded: President Cr Michael Bennett

That the minutes of the South West Country Zone meeting held Friday 22 April 2022 are confirmed as a true and accurate record of the proceedings.

CARRIED

6.1.1 Business Arising

Nil.

7. ZONE BUSINESS

7.1 Proposed Advocacy Position for Management of Bushfire Brigades Discussion Paper

BACKGROUND

WALGA is seeking the views of the sector on a new Advocacy Position on the management of Bushfire Brigades, as per the Discussion Paper, *Arrangements for Management of Volunteer Bush Fire Brigades: Proposed Advocacy Position*, attached.

Western Australian Local Governments have extensive roles and responsibilities prescribed in the State Emergency Management Framework (State Framework) across the emergency management activities of prevention, preparedness, response, and recovery. Relevantly, pursuant to the *Bush Fires Act 1954*, Local Governments have responsibility for bushfire and the management of volunteer Bush Fire Brigades (BFBs).

The Paper proposes a new Advocacy Position on the management of BFBs to guide the Association's emergency management advocacy on behalf of Local Government, and in particular its engagement with the State Government on the development of the Consolidated Emergency Services Act which is expected to be released for stakeholder consultation in early 2023.

Four options are identified for the future management of BFBs:

1. Status quo – continue with the current arrangements for management of BFBs whereby the majority are managed by Local Government and transfer arrangements are negotiated on an ad hoc basis between DFES and Local Governments (or their BFBs).

- 2. Improvements continue with the current arrangements for Local Government management of BFBs with additional support provided by the State Government with respect to increased funding and better access to training resources and other support.
- 3. Hybrid Model Local Government continues to manage BFBs where they have the capacity, capability and resources to do so; however where they do not have the capacity, capability and resources, responsibility for management of BFBs is transferred to DFES.
- 4. Transfer Responsibility for management of all BFBs is transferred to the State Government, consistent with the arrangements in other States and Territories.

COMMENT

Based on the feedback received from Local Governments in the WALGA Emergency Management Survey and the other considerations outlined in the discussion paper, it is considered appropriate for the Association to support a hybrid model for the management of BFBs.

A hybrid model would enable the continued management of BFBs by those Local Governments with capacity, capability and resources to do so, while providing a framework for the transfer of the management of BFBs to the State Government where a Local Government does not.

Whatever the arrangements for future management of BFBs, it is apparent that Local Governments with responsibility for management of BFBs require additional support and resourcing which should be provided by the State Government, including:

- Development of a suite of <u>guidelines and resources</u> to assist Local Governments in their management of BFBs, particularly with respect to the discharge of obligations under the *Work Health and Safety* Act 2021;
- Expansion of the Community Emergency Services Manager Program (CESM) so that every Local Government with responsibility for managing BFBs has access to the Program if they wish to participate;
- Universal access to DFES training for BFBs; and
- Development of <u>mandatory and minimum training requirements</u> including <u>recognition of competency</u> for volunteers.

Local Governments are encouraged to provide a written response to this Paper or to complete the survey. Formal Council resolutions will assist the Association understand the sentiment of the sector on this important issue.

Questions are provided at the end of the Paper to guide feedback.

Feedback should be provided in response to the questions via email to em@walga.asn.au by 5pm Friday 8 July 2022.

Noted

8. WALGA BUSINESS

8.1 WALGA Best Practice Governance Review Update

By Tim Lane, Manager Strategy and Association Governance

BACKGROUND

WALGA has embarked on a significant project to review WALGA's governance model to ensure the organisation is governed by a contemporary, sound, and agile governance model that:

- Facilitates meaningful engagement with Local Government members,
- Enhances WALGA's legitimacy among members and stakeholders, and
- Enables sound and focused decision making to guide advocacy, policy, and service delivery.

WALGA's <u>Corporate Strategy 2020-25</u> identifies "contemporary governance and engagement models" as a key strategic priority leading to State Council's commissioning of the Best Practice Governance Review project.

A further goal of the project is to fundamentally review, and subsequently amend, WALGA's governance documentation – Constitution, Corporate Governance Charter, State Council Code of Conduct, and Standing Orders – to ensure consistency and alignment.

To oversee the project, State Council appointed a Steering Committee with the following membership:

President Cr Karen Chappel JP WALGA President (Chair) WALGA Deputy President Cr Paul Kelly President Cr Phil Blight Country State Councillor Metropolitan State Councillor Mayor Carol Adams OAM President Cr David Menzel Country Elected Member Mayor Albert Jacob Metropolitan Elected Member Andrew Sharpe Country Chief Executive Officer David MacLennan Metropolitan Chief Executive Officer Nick Sloan WALGA Chief Executive Officer

Senior WALGA staff are providing executive support and PwC has been appointed to facilitate meetings of the Steering Committee and to produce an Options Paper and a Final Report.

The Steering Committee has met twice. At the first meeting, held on 5 May 2022, the Committee:

- Adopted Terms of Reference
- Reviewed the Project Plan
- Considered existing governance documentation
- Discussed the project methodology, and
- Agreed five comparator organisations whose governance models would be reviewed:
 - i. Australian Hotels Association (AHA)
 - ii. Australian Medical Association (AMA)
 - iii. Chamber of Commerce and Industry WA (CCIWA)
 - iv. Chamber of Minerals and Energy (CME), and
 - v. Pharmacy Guild of WA

The comparator organisations were selected for their similarity to WALGA as membership organisations (with organisations as members) and their perceived effectiveness as advocacy peak bodies.

At the Steering Committee's second meeting, held on 8 June 2022, the Committee reviewed the governance models of comparator organisations presented by PwC and identified initial performance assessment criteria that will guide the evaluation of alternative governance model options.

The Steering Committee will be meeting again in late June to consider an Options Paper which will present alternative governance model options. The Options paper will be presented to State Council at the 6 July Strategic Forum. Member feedback will then be sought on the Options Paper during July and August.

Following member feedback, the Steering Committee will direct the development of an agenda item outlining high level principles and non-negotiables of a future governance model for the 2022 Annual General Meeting. This agenda item and debate will gauge members' views on the direction of the project.

The final report due to be completed by mid-October 2022 will be the subject of further consultation with members, including through a full round of Zone meetings in November in the lead-up to the December State Council meeting.

Substantive structural changes to WALGA's governance model will require amendments to the Constitution, which must be approved by a special (75 percent) majority at both a meeting of State Council and an Annual General Meeting. As such, any proposed changes will need to have strong support of members for Constitutional change to be ratified. The aim of the project is to put forward constitutional amendments to members at the 2023 Annual General Meeting.

COMMENT

The Best Practice Governance Review Project represents a significant opportunity to improve WALGA's governance model to improve decision making effectiveness while ensuring meaningful member representation and participation.

Past reviews since the formation of WALGA as the single Local Government sector peak body over 20 years ago have led to significant process and other improvements while the structure and composition of State Council has remained broadly unchanged. WALGA receives mixed feedback on its governance model through member surveys and other mechanisms suggesting there is room for improvement.

Any future governance model will need to balance member representation and participation in decision making processes with efficiency and strategic focus. The forthcoming Options Paper will present potential options that aim to balance competing objectives identified by the Steering Committee.

Member engagement and consultation will be crucial to the success of the project and very high levels of member support will be required for constitutional amendments to be ratified, as outlined above. Consequently, members should anticipate opportunities to contribute to the project and provide insight in relation to options put forward over coming months.

RESOLUTION

Moved: Hon President Cr Omodei Seconded: President Cr Leanne Wringe

That the update on the WALGA Best Practice Governance Review Project be noted.

8.2 WALGA Status Report

By Tim Lane, Zone Executive Officer

BACKGROUND

Status Report for June 2022 which contains WALGA's responses to the resolutions of previous Zone Meetings.

Agenda	Zone Resolution	WALGA Response	Update	WALGA Contact
Item 2019 March 22 Zone Agenda Item 7.7 Funding Commitment Towards Strategic Transport Network Infrastructure In South West Western Australia	1. That the South West Zone of WALGA adopts an advocacy position of seeking a commitment to funding from: a. Western Australian State Government; and/or b. Australian Federal Government; and/or c. Private industry to better manage the ever increasing numbers of heavy vehicle haulage and light vehicle users within the south-west (particularly including South Western Highway), including the possibility of re-instating and re-opening the disused South West Railway, as well as the future expansion and improvements of our road networks for the south-west region as part of the investment of our future infrastructure and road networks. 2. That the South West Zone of WALGA requests the WALGA State Council to consider adopting the advocacy position outlined in Recommendation 1, above.	 The South West Supply Chain Strategy was completed and published. The State Government is actively encouraging industry-led development of business cases for investment aligned with this strategy. The Association supports members seeking State or Federal Government funding for specific road links by providing examples of successful cases from other Local Governments and jurisdictions. This is likely more useful than a generic template. Federal and State Governments are likely to point to the current investment in the Bunbury Outer Ring Road as an illustration of their commitment to transport investment in the South West Region. However, planning and advocacy to address future needs can and should continue. Main Roads WA has accepted that financial or in kind contributions from major freight generators such as mines and quarries to manage "last mile" access roads is both necessary and appropriate and have been somewhat supportive of Local Governments negotiating these arrangements. 	Ongoing	lan Duncan Executive Manager Infrastructure iduncan@walga.asn.au 9213 2031
4 May 2022 State Council Agenda Item 5.2 Local Government Grant Scheme Funding	That WALGA advocates to the Minister for Emergency Services and the Fire and Emergency Services Commissioner for: 1. An allocation of Local Government Grant Scheme (LGGS) funding to undertake an audit of existing facilities, appliances, vehicles, and major items of equipment for both Local Government Volunteer Bushfire Brigades (BFB) and State Emergency Services (SES). 2. Following the completion of the audit, an allocation of funding through the Local Government Grant Scheme (LGGS) to prepare a Comprehensive Asset Management Plan that: a. Aligns with the principles in the Department of Local Government, Sport and Cultural Industries' (DLGSC) Asset Management National Framework and Guidelines, and the Integrated Planning and Reporting Framework. b. Forecasts the emergency response needs of communities across Western Australia over the next 10	State Council Resolution That WALGA advocates to the Minister for Emergency Services and the Fire and Emergency Services Commissioner for: 1. An allocation of Local Government Grant Scheme (LGGS) funding to undertake an audit of existing facilities, appliances, vehicles, and major items of equipment for both Local Government Volunteer Bushfire Brigades (BFB) and State Emergency Services (SES). 2. Following the completion of the audit, an allocation of funding through the Local Government Grant Scheme (LGGS) to prepare a Comprehensive Asset Management Plan that: a. Aligns with the principles in the Department of Local Government, Sport and Cultural Industries' (DLGSC) Asset Management National Framework and Guidelines, and the Integrated Planning and Reporting Framework.	June 2022	Nicole Matthews A/Executive Manager, Strategy, Policy and Planning nmatthews@walga.asn.au 9213 2039

2021 19 November	 d. Investigates the extent to which future BFB facilities can be co-located with other emergency services facilities. 3. The establishment of a Working Group involving WALGA, the Department of Fire and Emergency Services (DFES), LGIS and the Association of Volunteer Bush Fire Brigades (WA) to oversee the preparation of the Comprehensive Asset Management Plan. 4. Support for the Comprehensive Asset Management Plan to be reviewed every five years. 5. Support for an increase in Local Government Grant Scheme (LGGS) funding to support the unsuccessful capital grants funding applications by Local Governments to the 2020 21 LGGS Capital Grants Committee. 6. Investigate governance arrangements for prioritisation of funding for construction and renewal of infrastructure and equipment along the lines of the Regional Road Group model. That the South West Country Zone request WALGA to advocate to the Minister for 	c. Outlines a 10 year forward plan of modifications, replacements and additions required. d. Investigates the extent to which future BFB facilities can be colocated with other emergency services facilities. 3. The establishment of a Working Group involving WALGA, the Department of Fire and Emergency Services (DFES) and LGIS to oversee the preparation of the Comprehensive Asset Management Plan. 4. Support for the Comprehensive Asset Management Plan to be reviewed every five years 5. Support for an increase in overall Local Government Grant Scheme (LGGS) funding pool to future capital grants that align with the Comprehensive Asset Management Plan (as updated from time to time). RESOLUTION 336.4/2022 A letter was sent to the Minister for Emergency Services and Fire and Emergency Services Commissioner advising of the State Council resolution on 25 May 2022. COMPLETE This item was referred to the Governance & Organisational Services Policy team who are	June 2022	Tony Brown Executive Manager
Zone Agenda Item 8.5 Legislative Council Reform	Electoral Affairs and the Salaries and Allowances Tribunal to provide additional allowances to Members of the Legislative Council (MLC), on the proviso they have an office in country areas, to facilitate a regional presence of MLCs.			Governance and Organisational Services 9213 2051 tbrown@walga.asn.au

RESOLUTION

Moved: President Cr Sarah Stanley Seconded: President Cr Richard Walker

That the South West Country Zone WALGA June 2022 Status Report be noted.

8.3 Review of WALGA State Council Agenda

BACKGROUND

WALGA State Council meets five times each year and as part of the consultation process with Member Councils circulates the State Council Agenda for input through the Zone structure.

The full State Council Agenda can be found via link: https://walga.asn.au/getattachment/c8a8f676-8623-4648-9fb9-38ce08f1c572/State-Council-Agenda-6-July-2022.pdf

The Zone can provide comment or submit an alternative recommendation that is then presented to the State Council for consideration.

Matters for Decision

5.1 Review of advocacy positions relating to Emergency Management

That State Council:

- 1. Endorse the removal of the following Emergency Management Advocacy Positions
 - 8.1 Community Resilience
 - 8.2 Disaster Mitigation
 - 8.3 Emergency Services Levy
- 2. Endorse the following Emergency Management Advocacy Positions:
 - 8.1 Emergency Management Principles
 - 8.2 State Emergency Management Framework
 - 8.3 Sustainable Grant Funding Model for Emergency Management
 - 8.4 Consolidated Emergency Services Act
 - 8.5 Resource Sharing
 - 8.6 Lessons Learnt Management
 - 8.7 Emergency Services Levy
 - 8.8 Local Government Grants Scheme (LGGS)

5.2 New Emergency Management Advocacy Position – Community Emergency Service Manager Program

That the following WALGA Advocacy Position relating to the Community Emergency Service Manager (CESM) Program be endorsed:

8.9 Expansion of the Community Emergency Services Manager Program

That the Association advocates for an expansion of the Community Emergency Service Manager (CESM) Program, as follows:

- 1. All Local Governments should have the option of participating in the CESM Program.
- 2. The full cost of the CESM Program should be funded through the Emergency Services Levy.

5.3 Draft WA Public Libraries Strategy 2022-2026 and Updated Advocacy Position

That:

- 1. the draft WA Public Libraries Strategy 2022-2026 be endorsed.
- 2. WALGA's existing Advocacy Position on Public Libraries be deleted and replaced as follows:
 - 3.8 Public Libraries

- 1. Western Australian Local Government public libraries provide valuable local cultural infrastructure, creating social and community hubs for community capacity building, recreation, education and literacy, digital inclusion, and social connection, cohesion and inclusion.
- 2. WALGA supports the provision of Public Library services in Western Australia through a formal partnership between Local Government and the State Government of Western Australia, governed by the Library Board Act 1951, namely the State and Local Government Agreement for the Provision of Public Library Services in Western Australia (2020).
- 3. The WA Public Libraries Strategy 2022-2026 provides a framework for a shared vision, strategic direction and collaborative action in the provision of a vibrant and sustainable 21st century public library network.
- 4. It is essential that a sustainable funding model enables Local Governments to continue to deliver library services to support continued growth and adaptation to changing community needs.

Matters for Noting / Information

- 6.1 2020/21 Local Government Performance Monitoring Project
- 6.2 Proposed Advocacy Position on Arrangements for Management of Volunteer Bushfire Brigades
- 6.3 Aboriginal Cultural Heritage Act 2021 Co-design Process, Phase 1 Submission
- 6.4 Western Power Access Arrangement Review Submission
- 6.5 Economic Development Research
- 6.6 Development of Child Safe Policy for Local Government
- 6.7 National Reconciliation Week Local Government Activation Program
- 6.8 WA Strategic Trails Blueprint 2022-2027 Draft for Comment
- 6.9 Issues Paper: Local Government Approaches to Tree Retention
- 6.10 Report Municipal Waste Advisory Council (MWAC)

RESOLUTION

Moved: President Cr Michael Bennett Seconded: President Cr Sarah Stanley

That the South West Country Zone supports all Matters for Decision as listed above in the 4 May 2022 State Council Agenda; and

CARRIED

RESOLUTION

Moved: President Cr Michael Bennett Seconded: Hon President Cr Paul Omodei

That the South West Country Zone notes all Matters for Noting as listed in the 4 May 2022 State Council Agenda.

8.4 WALGA President's Report

The WALGA President's Report is provided as an attachment to the agenda.

NOTED

9. AGENCY REPORTS / PRESENTATIONS

9.1 South West Development Commission

Director Regional Development, Ashley Clements, provided an update to the Zone.

NOTED

9.2 Regional Development Australia - South West

Executive Officer, Charles Jenkinson, provided an update to the Zone.

RESOLUTION

Moved: President Cr Michael Bennett Seconded: Hon President Cr Paul Omodei

That the South West Country Zone write to The Hon Catherine King MP, Minister for Infrastructure, Transport, Regional Development and Local Government, and The Hon Kristy McBain MP, Minister for Regional Development, Local Government and Territories, to attend a future Zone meeting and engage with the Zone on the future structure of RDA South West.

CARRIED

9.3 Department of Local Government, Sport and Cultural Industries

Apologies from the DLGSC

9.4 Shadow Minister for Local Government, Mr Shane Love MLA

Shadow Minister for Local Government, Mr Shane Love MLA, addressed the meeting.

NOTED

9.5 ALGA National General Assembly Report – Mr Stuart Devenish and Cr Paula Cristoffanini

Mr Stuart Devenish and Cr Paula Cristoffanini provided an update on ALGA's 2022 National General Assembly.

NOTED

10. FINANCIAL REPORT AND SUBSCRIPTIONS

10.1 Financial Report

As at 31 May 2022		
	Actual YTD	Comments
	\$	
Opening Cash Balance	9,071	
Income		
Subscription Income	7,200	12 @ \$600 each
Total Income	7,200	
Expenses		
Bank Charges	58	12 months @ \$6
Jobs Forum	92	
SW Zone Brochure	3,367	
Total Expenses	3,517	
Closing Cash Balance	12,754	

RESOLUTION

Moved:

Mayor Grant Henley President Cr Michael Bennett Seconded:

That the Financial Report be received.

10.2 Subscriptions

Previously the Zone has discussed the continuation of member subscriptions to the Zone account to fund regional projects and Zone activities as the need arises.

For instance, the Zone could put on regional training or professional development, or a summit focused on infrastructure or other specific issues.

It is proposed that the Zone subscription remain at \$600 per annum, as per previous discussions and consistent with previous years.

Some discussion as to priorities of the Zone and opportunities for the forthcoming financial year would be welcomed.

RESOLUTION

Moved: President Cr Sarah Stanley
Seconded: Hon President Cr Paul Omodei

That Member Local Governments be requested to contribute \$600 to the South West Zone account for the 2022-23 financial year.

CARRIED

11. EMERGING ISSUES

11.1 Possible Future Agenda Items

- Child Safety Officers discussion paper and policy development
- Definition of regional infrastructure, and funding arrangements including regional arts and cultural facilities
- Medicinal cannabis workplace issue
- The definition of 'smoking', and whether it needs to be updated to include vaping
- Uniform law reform effect on in-house lawyers working in Local Government

11.2 Busselton Margaret River Airport

Mayor Grant Henley updated the Zone on the Busselton Margaret River Airport.

12. DATE, TIME AND PLACE OF NEXT MEETINGS

12.1 Future Meeting Dates

Meeting dates for 2022 and early 2023 are listed below.

MEETING DATE	HOST LOCAL GOVERNMENT
Friday 26 August 2022	Nannup
Friday 25 November 2022	Boyup Brook
Friday 17 February 2023	Augusta Margaret River
Friday 21 April 2023	Bridgetown Greenbushes

12.2 Next Meeting

MEETING DATE	HOST LOCAL GOVERNMENT
Friday 26 August 2022	Shire of Nannup

13. CLOSURE

There being no further business the Chair declared the meeting closed at 12:17pm.