

MINUTES OF CENTRAL EAST ACCOMMODATION & CARE ALLIANCE INC MANAGEMENT COMMITTEE MEETING HELD AT 2.15PM ON MONDAY, 16 FEBRUARY 2026 AT BEAUMONDE ON THE POINT, RIVERSIDE DRIVE, PERTH

1. MEETING OPENING & DECLARATION OF QUORUM

The Chairperson opened the meeting at 2.15pm and welcomed attendees.

2. MATTERS

2.1 Attendance

Terry Waldron – Chairperson, Richard Marshall – Executive Officer (EO) Jo Trachy – Operations Manager (OM) & Minute Taker, Mark Furr, Stephen Strange & Ramesh Rajagopalan - Shire of Bruce Rock, Manisha Barthakur, Darrel Hudson and Robert Trepp – Shire of Dowerin, Raymond Griffiths – Shire of Kellerberrin, Tony Sachse & Ben McKay – Shire of Mt Marshall, Craig Watts – Shire of Merredin, Gary Shadbolt & Tanika McLennan – Shire of Mukinbudin, Rebecca McCall & Holly Cusack - Shire of Narembeen, Bill Price, Mark Crees & Ross Della-Bosca – Shire of Westonia, Bianca Bradford, Cameron Watson and Bryan Close – Shire of Yilgarn. Attendance Via TEAMS – Nic Warren & Jo Hayes – Shire of Quairading, Mischa Stratford – Shire of Wyalkatchem.

2.1 Apologies

Monica Gardiner – Shire of Kellerberrin, Peter Madigan – Shire of Merredin, Becky Cowcill – Shire of Quairading, Ian McCabe – Shire of Wyalkatchem.

2.2 Declaration of Quorum

The Chairperson advised that the quorum for the meeting was met.

2.3 Conflicts of Interest

There were no conflicts of interest noted.

2.4 Draft Management Committee Meeting Minutes – 1 December 2025 (for approval)

Rebecca McCall noted an amendment under 'General Business' the wording should note that Rebecca McCall and Holly Cusack attended the ALGA Housing Forum in Canberra.

RESOLUTION

It was resolved that the Minutes of the Management Committee meeting held on 1 December 2025 be accepted as a true and accurate record of proceedings with the amendment above noted.

2.5 Minutes of the Executive Committee meeting held on 27 January 2026 (for noting)

The minutes of the Executive Committee meeting held on 27 January 2026 were noted.

2.6 Minutes of the CEACA Limited Board meeting held on 27 January 2026 (for noting)

The minutes of the CEACA Limited Board meeting held on the 27 January 2026 were noted.

2.7 Action Points

With respect to the Expansion Project, the EO advised that a request for an extension of time to submit tenders had been received and approved. The extension granted was for one week. A further extension request was submitted today but will not be approved. The other action items are contained in the EO report.

3. MATTERS FOR DECISION

3.1 CEACA Expansion Project

The EO spoke to the following items in relation to the Expansion Project.

3.2 Building Tender

- Thanked the Shires for their assistance with answering questions raised by tenderers.
- The evaluation panel will meet on 10 March 2026 and will then make a recommendation to the Management Committee for a preferred tenderer so that we can start negotiating a contract.
- CEACA Inc. currently owns three lots of the land included in the Expansion Project. Sub-division of this land can take up to 12 months, and we therefore propose to transfer these land portions to CEACA Ltd until the expansion project is complete and then transfer the CEACA Inc. portion back to them. Housing Australia's lawyer has been advised of this option and appears happy with it.
- Prior to signing this arrangement, ongoing ownership or management of existing utilities needs to be discussed.
- This option creates a debt, but the debt will reverse in due course. There is no stamp duty involved.

3.3 Draft Legal Agreement for the Transfer of Land (CEO Report – Annexure G)

The EO referred to the draft legal agreement for the transfer of land and general discussion ensued.

RESOLUTION

It was resolved that:

- a) That CEACA Inc. proceed with the transfer of the land to CEACA Limited on the condition that when the new houses are completed, there will be a Built Strata Subdivision, such that the portion of land containing the existing CEACA houses will be transferred back to CEACA Inc.
- b) There will be no cash changing hands for these transfers but there will be inter-entity loan accounts.
- c) The legal agreement includes conditions for the transfer of land from CEACA Inc. to CEACA Limited.

3.4 State Government Grant Agreement (CEO – Annexure H1)

The EO spoke to the draft Grant Agreement and commented as follows:

- The Department of Housing & Works draft grant agreement has been reviewed by Jackson McDonald lawyers with queries and comments provided to DOHW.
- Waiting on a meeting with DOHW to resolve any outstanding issues, including the requirement by Westpac Bank to sight a Trust Deed prior to opening a Trust account for the funds. If Westpac allow it, we may have to use the executed Grant Agreement instead.
- A final draft Grant agreement will be referred to the Management Committee for review and approval.

3.5 Affiliated Entity Service Agreement (CEO Report – Annexure D)

- It is proposed that CEACA Inc. provide management and other services to CEACA Limited (SPV) as it has no staff. A standard services agreement has been provided by Jackson McDonald lawyers.
- The agreement provides for a service fee to be determined before 1 July each year. It could be at least \$100k per annum based on 50/50 allocation of time between the EO & OM. If the Management Committee agree to this sum, we can invoice and hold off processing until grant monies are received. As funding is yet to be finalised, it is uncertain when the fee will begin. When the project is complete, we could review the fee and base it on the number of houses.
- The Department of Housing & Works may recommend that we have another Director for the SPV. At present, we have Gary Shadbolt, Richard Marshall and Tuck Waldron. Before we sign the grant agreement, the Management Committee will need to decide who the Directors will be, and this can be done at the May meeting.

Manisha Barthakur from the Shire of Dowerin left the meeting.

RECOMMENDATION

That the Management Committee approve the draft standard services agreement provided by Jackson McDonald.

RESOLUTION

It was resolved by the Management Committee to approve the draft standard services agreement provided by Jackson McDonald.

3.6 Updated Policies, Forms & Documents

The following documents were reviewed and circulated to the Management Committee prior to the meeting - Business Continuity Plan, Succession Planning, Health & Safety Policy, Risk Management Framework, Delegation of Authority, Whistle Blower Policy and Disaster Recovery Plan.

Resolution

It was resolved by the Management Committee to approve the updated policies, forms and documents circulated.

3.7 New Term Deposit Account

The EO advised that following approval of the Executive Committee, part of the proceeds from the sale of Koorda have been placed on term deposit. The details are \$600k at a rate of 4.28%, for eight months to 9 October 2026 .

3.8 Appointment of Full-Time CEO (CEO Report – Annexure E)

- Proposals received from GFG Consulting, Lester Blades and Beilby Downing Teal (“BDT”).
- Timing of a full-time CEO appointment is important. The Chairperson advised careful consideration of the recruitment timeframe will be required.
- The Executive Committee had agreed to recommend Emily Bulloch of BDT.
- The Chairperson recommended that a recruitment panel be made up of at least 3 representatives from the Management Committee.
- Ideally, a full-time CEO will be appointed by 30 June 2026, but this is dependent on project timing and funding.
- A remuneration package will be proposed for Management Committee approval.
- CEACA will invite applications from any suitable candidates in the Perth area or Wheatbelt region.

RECOMMENDATION

The Executive Committee had considered the proposals and agreed to recommend the appointment of BDT. The timing of the appointment of a full-time CEO will be influenced by the finalisation of grant agreements.

RESOLUTION

It was resolved by the Management Committee to appoint Emily Bulloch of BDT. The timing of the appointment of a full-time CEO will be influenced by the timeframe for the expected finalisation of grant agreements. It was also resolved that the recruitment panel comprise Stephen Strange, Tuck Waldron and Raymond Griffiths .

4.0 MATTERS FOR DISCUSSION

4.1 Executive Officer Report

The EO referred to his report and commented as follows:

Annexure A – Income & Expenditure Account

- Expected a significant rise to insurance costs however this did not eventuate resulting in a positive variance.
- Cash sitting at approx. \$1.5m. \$380k expected to come from sale of Nungarin.
- DOHW has confirmed that Expansion Project expenses incurred by CEACA can be claimed back when grant agreements are signed and invoices are approved.
- EO is to have a meeting with Avon Legal later this week and will emphasise the need to draft transfers of land to CEACA Limited for execution by shires. Transfers will be held until such time as CEACA Limited is a registered charity with ACNC, thus it is expected no stamp duty will be payable.

All other items in the EO Report were discussed in Items 3.1-3.8 above.

4.2 Operations Report

The OM added the following comments to their report:

- CHP registration process for CEACA Ltd (SPV) opened 4 February and was submitted by 12 February, almost one month prior to the due date. The process was made easier by following the format used in the CEACA Inc application submitted in 2024 but still included over 100 pieces of evidence to be uploaded to the portal. A request for an early review was sent to the Registrar, and this may be possible depending on available DOHW staff.
- CEACA Inc has completed its first Tier 3 compliance assessment. The Return opened on 1 December and was submitted by 19 January, prior to the due date. A *Request for Information* received was completed and returned.
- From an operational perspective, CEACA Inc is managing its tenants and assets well, however, with the expansion project imminent and the possibility of future management of shire-owned properties, it is important that we establish a robust asset management system now to cope with future DOHW compliance assessments and good governance for both CEACA Inc and CEACA Ltd. The OM has discussed options with another CHP and they have recommended *Chintaro*. OM has set up a demonstration with Chintaro on the 19 February and if it is deemed suitable for our organisation, a recommendation will be made to the Management Committee to enter into an agreement. OM aims to have tenant and asset information uploaded to a platform prior to the expansion project commencing.
- A Tenant Satisfaction Survey was conducted in January, and the results were excellent. EO summarised the results and the Management Committee congratulated the OM for these results and ongoing work with external agencies.

General business

- The Shires of Narembeen and Bruce Rock have touched base with CEACA to discuss future management of their properties. The Shire of Bruce Rock is interested in a joint venture arrangement. CEACA management will review previous proposals submitted for future discussions.
- Koorda properties have settled and the Nungarin property offer was approved by the Management Committee. This is subject to finance by the 20 February 2026, and settlement is likely to occur in March 2026.
- If shires are having any issues with the transfer of land for the expansion project, they must advise the Chairperson or the EO and request assistance. EO to follow up on transfer documentation with Avon Legal.

5.0 MEETING CLOSURE

There being no further business, the Management Committee meeting adjourned at 3.25pm.

DECLARATION

These Minutes were confirmed by the Central East Accommodation & Care Alliance Inc at the Management Committee

Meeting held on _____.

Signed _____ (Person presiding at the meeting at which these minutes were confirmed).