

ORDINARY MEETING

15 APRIL 2025

5.1

**CAIRNS ART GALLERY PRECINCT LTD BOARD DIRECTOR
APPOINTMENTS**

EXE | 93/1/2 | #7853403

RECOMMENDATION:

That Council:

1. Appoints the following three applicants as Board Directors of the Cairns Art Gallery Precinct Ltd, effective from 15 April 2026 for a three-year term:
 - Mr Mark Taylor
 - Mr Tony Albert
 - Mr Roger Mainwood

2. Appoints the following applicant to the Board Finance Committee of the Cairns Art Gallery Precinct Ltd effective from 15 April 2026 for a one-year term:
 - Mr Stephen Nossal

3. Thanks, the following retiring Directors for their service to the Cairns Community:
 - Mr David Quigley (15 years of service)
 - Cr Kristy Vallely (6 years of service)
 - Mr Eric Olufson (5 years of service)
 - Cr Rob Pyne (2 years of service)
 - Cr Trevor Tim (2 years of service)

4. Delegates authority to the Chief Executive Officer in accordance with the *Local Government Act 2009* to finalise any and all matters relating to the above Board Director and Board Committee appointments.

INTERESTED PARTIES:

Cairns Art Gallery Precinct Ltd

Note: The identification of interested parties is provided on a best endeavours basis by Council Officers and may not be exhaustive.

EXECUTIVE SUMMARY:

The Cairns Art Gallery Precinct has undertaken a significant change period with a name change from the Cairns Art Gallery to the Cairns Art Gallery Precinct Ltd and the appointment of the new Gallery Director Angela Goddard in January 2026.

The Cairns Art Gallery Precinct Board (CAGPB) changed its constitution on 12 December 2025, at this time Mr Eric Olufson, Mr David Quigley and Councillor Pyne resigned from the Board leaving one Director position vacant after reducing the Board membership to nine in accordance with the constitution.

A recruitment process was undertaken, and four high calibre applicants were shortlisted. Two current Board Directors, Councillor Vallely and Councillor Tim stepped down from the Board to allow a further two of the short listed applicants to be appointed to the Board. This is in alignment with the strategic direction of the CAGPB to move towards an independent, skills based Board. A recommendation to appoint Mr Stephen Nossal to the Board Finance Committee has been included for consideration to strengthen the financial capacity of the Committee and Board.

BACKGROUND:

On the adoption of the CAGPB new constitution the number of Board Directors changed from eleven to nine. As part of the constitutional change the CAGPB agreed that the Board membership would move to an independent board, with the expectation that this change would strengthen board governance by ensuring decisions are informed by a diverse mix of professional expertise.

The recruitment process was undertaken with a high level of rigour to ensure transparency, fairness and the selection of the most suitably qualified candidates. An Expression of Interest process was subsequently initiated, applicants were shortlisted and interviewed by the Nominations Committee of the Cairns Art Gallery Precinct Board, comprised of Panel Chair Mayor Amy Eden, CAGP Board Chair Doug McKinstry and Board member Janelle Williams.

A short list of four applicants were recommended by the Nominations Committee to the CAGPB and the shortlist was endorsed at a CAGP Board meeting held 27 March 2026 to progress to Cairns Regional Council for appointment as outlined in the current constitution.

COMMENT:

The Cairns Art Gallery Precinct Board approved and recommended on 27 March 2026 to Council a shortlist of applicants to be appointed as Board Directors. In line with the Cairns Art Gallery Precinct Ltd Constitution (12 December 2025) as per

Section 7.2.1; Subject to Rule 7.4, the Member shall appoint each of the Directors by written resolution, provided that each Director so appointed is a natural person who is over the age of eighteen years, and who consents in writing to the appointment. Cairns Regional Council as the 'member' must appoint the recommended Board Directors.

OPTIONS:

Option 1 (recommended):

That Council:

1. Appoints the following three applicants as Board Directors of the Cairns Art Gallery Precinct Ltd, effective from 15 April 2026 for a three-year term:
 - Mr Mark Taylor
 - Mr Tony Albert
 - Mr Roger Mainwood

2. Appoints the following applicant to the Board Finance Committee of the Cairns Art Gallery Precinct Ltd effective from 15 April 2026 for a one-year term:
 - Mr Stephen Nossal

3. Thanks, the following retiring Directors for their service to the Cairns Community:
 - Mr David Quigley (15 years of service)
 - Cr Kristy Vallely (6 years of service)
 - Mr Eric Olufson (5 years of service)
 - Cr Rob Pyne (2 years of service)
 - Cr Trevor Tim (2 years of service)

4. Delegates authority to the Chief Executive Officer in accordance with the *Local Government Act 2009* to finalise any and all matters relating to the above Board Director and Board Committee appointments.

Or

Option 2:

That Council:

1. Does not appoint the following three applicants as Board Directors of the Cairns Art Gallery Precinct Ltd, effective from 15 April 2026 for a three-year term.
 - Mr Mark Taylor
 - Mr Tony Albert
 - Mr Roger Mainwood

2. Does not appoint the following applicant to the Board Finance Committee of the Cairns Art Gallery Precinct Ltd effective from 15 April 2026 for a one-year term.
 - Mr Stephen Nossal

3. Thanks, the following retiring Directors for their service to the Cairns Community

- Mr David Quigley (15 years of service)
- Cr Kristy Vallely (6 years of service)
- Mr Eric Olufson (5 years of service)
- Cr Rob Pyne (2 years of service)
- Cr Trevor Tim (2 years of service)

4. Delegates authority to the Chief Executive Officer in accordance with the Local Government Act 2009 to finalise any and all matters relating to the above Board Director and Board Committee appointments.

CONSIDERATIONS:

Risk Management:

The appointment of suitably qualified Board Directors on the Cairns Art Gallery Precinct Board is essential to maintain strong governance, strategic oversight and compliance within the Cairns Art Gallery. The inability to appoint appropriately skilled members may increase organisational risk including reduced financial oversight, poor decision making capability, and diminished cultural sector expertise. The recommended appointments mitigate these risks by ensuring the Board retains a balanced mix of skills, experience, and independence, supporting the Cairns Art Gallery Precinct's long-term stability.

Community and Cultural Heritage:

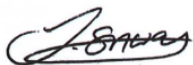
The appointment of skilled and culturally aware Board Directors supports the Cairns Art Gallery Precinct role in preserving, promoting and celebrating the region's artistic and cultural heritage. A well governed Board strengthens the Gallery's capacity to deliver inclusive programs, secure culturally significant collections and foster meaningful engagement with diverse community groups.

Corporate and Operational Plans:

This recommendation is in alignment with Focus 4: Community and Culture of the Cairns Regional Council Corporate plan; Position Cairns as the leading arts and cultural hub of North Australia.

CONSULTATION:

Cairns Art Gallery Precinct have worked in consultation with Cairns Regional Council.



Jessica Conway
Executive Officer



Ken Gouldthorp
Chief Executive Officer