

**Down-To-Earth (Vic) Cooperative Society Limited**  
**Board of Directors**

**Minutes**

Date: **4<sup>TH</sup> January, 2018**

Time: **7:30pm**

Venue: **CERES, Learning Centre Rm,1-2 Lee St, Brunswick East VIC**

Online: <https://dte.coop/live.meeting>

#	Item	Raised by:
1	<b><u>Meeting Started</u></b>	<i>Procedural</i>
	8 pm	
2	<b><u>Election Of Chair</u></b>	<i>Procedural</i>
	<b>Confirmation of Chairperson:</b> Mark Rasmussen <b>Confirm Minute Keeper:</b> Coral Larke	
3	<b><u>Attendance</u></b>	<i>Procedural</i>
	Cruise David Cruise Peter Larke Coral Mac Pherson Robin Mac Donald David Mathews Malcolm Nissen Lars Rasmussen Mark Royal Don Reid Troy Shapiro Kate Steven Scouse Tippit Peter	
4	<b><u>Confirmation of Previous Meeting Minutes</u></b>	<i>Procedural</i>
	7 <sup>th</sup> Dec 21 <sup>st</sup> Dec 24 <sup>th</sup> Dec Minutes <b>Moved</b> Kate Shapiro <b>Seconded</b> Troy Reid. <b>No objections PBC</b>	
5	<b><u>Matters Arising</u></b>	
	<ul style="list-style-type: none"> <li>• Coral needs to be added to Consumer Affairs Victoria as a director and secretary.</li> <li>• Coral and Troy met with Bree about DTE's insurance. Extra cover has been added for Bylands.</li> <li>• Marty Schwartz letter follow up.</li> </ul>	
6	<b><u>Action Task List</u></b>	<i>Procedural</i>
	<b><u>Not done</u></b>	<u>NO PROGRESS</u> <u>WORK IN</u> <u>PROGRESS</u> <u>COMPLETE ☺</u> <u>NO LONGER</u> <u>RELEVANT</u> <u>TAKEN OVER BY ?</u>
7	<b><u>Appointing Standing Members to the Standing Committees of the Board</u></b>	<i>DAVID CRUISE</i>
	David spoke in support of rule 38. I request the Board start the process of appointing Standing Members to the ConFest Committee and the Organising Committee. This will enable the committees to be self managing. Standing Members could be appointed for one year terms, aligned with the cycles of the Board. Nominations could be called from all	

	active members. Online election processes make it practical, if desirable, for Standing members to be elected by a ballot of all active members. A minimum of four standing members per committee seems desirable.	
<b>8</b>	<b><u>Director Training</u></b>	<i>TROY REID</i>
	Good governance great results \$ 285 for each director The Australian Council \$900 <b>Motion:</b> To Approve a budget of \$4000 for director training. <b>Mark:</b> Seconded <b>Amended:</b> To approve a budget of \$6000 for director training. <b>Mark:</b> Seconded <b>No objections passed by consensus.</b>	<b>Moved</b> TROY <b>Amended</b> KATE <b>Seconded</b> MARK <b>PBC</b>
<b>9</b>	<b><u>A registrar for subcontractors is needed for DTE's insurance compliance. Insurance certificate of currency and license.</u></b>	<i>CORAL LARKE</i>
	Coral informed the board of Bree's recommendation for storing subcontractor details. Action: Coral will ask Trevor Pitt if he would like to take this registrar role.	
<b>10</b>	<b><u>Curuso unpaid bill for repairs on Marty's vehicle.</u></b>	<i>Don Royal</i>
	<b>Coral, Don</b> believe that DTE should pay it because it is ruining relationships in the local community. <b>Kate</b> thinks it is a good thing that the local community know that we wont pay for work that is not authorised by DTE <b>Troy</b> thinks that Curuso should take it to a debt collector and that we shouldn't bale out Marty. <b>Malcolm:</b> Spent a lot of time creating a relationship with Peter Curuso, he works on the RFS vehicles. Now Marty has spoiled that. Needs to gain legal advice or talk with Bree so that we are not in breach of the coop act, that a payment can be a loan to Peter Curuso and that Marty will need to repay the cooperative. <b>Mark:</b> Peter Curuso was totally mislead. <b>Action:</b> Mark will talk with Peter Curuso regarding the unpaid bill.	
<b>11</b>	<b><u>Curuso great wall</u></b>	<i>Don Royal</i>
	<b>Action:</b> Mark will talk to Peter Curuso regarding repairs to the great wall.	
<b>12</b>	<b><u>Marty's letter follow up</u></b>	<i>MARK RASMUSSEN</i>
	<b>Troy</b> A letter was drafted, addressed to Marty asking for his resignation, this was signed by 6 directors. Then it was deferred for legal opinion, we were instructed to act and provide a Show Cause Mediation to establish what Marty owes to DTE and repay the cooperative. Now another complexity has arrived that Marty is in breach of the rules that he has missed board meetings without seeking leave of absence. Also he has not worked as a signatree to the ANZ bank, if this is correct, this means he has depleted his credit points to remain a director. Marty has missed the 4 <sup>th</sup> Jan, 7 <sup>th</sup> December, 21st December general board meetings. With the ANZ bank there are two processes. One is being a signatree and the other is having access to internet banking. He has never registered for internet banking, or authorised a payment. <b>Malcolm</b> Marty has never authorised a single transaction or registered for e-banking. <b>Action</b> Kate will verify if he is a signatree at the ANZ bank. <b>Action</b> The present directors are of the view that Marty has resigned and that the position will be declared vacant. There will need to be 6 weeks advertising the position and with online voting and declared at the SGM. <b>Malcolm</b> Will come back with information on rules that allows for one person, a member of the finance committee can be a signatree .	
<b>13</b>	<b><u>Removal of Marty's funds</u></b>	<i>MALCOLM MATHEWS</i>
	Directors have agreed for Finance to remove funds from Marty's director's account. Kate abstained.	
<b>14</b>	<b><u>Show Cause Mediation</u></b>	<i>Coral Larke</i>
	A Show Cause Mediation will be sent to Marty. Action: Malcolm Mathews will research procedures.	
<b>15</b>	<b><u>Photo ID</u></b>	<i>Troy Reid</i>
	<b>Peter Tippit.</b> Complained that the board overrode a CC decision. Not satisfied with the system of wristbands over the two years since they were implemented. Wrist bands and ID changes behaviour. Suggested other methods of using cameras to	<b>Moved</b> Troy Reid <b>Seconded</b> Kate

	<p>record car registrations and tally that up when collecting tickets at the front gate. Doesn't believe that the entire community should have to wear bands when it is to deter a small number of people on a banned list.</p> <p><b>Troy</b> sited legal advice given for having photo ID, that the purpose is for risk mitigation. Is worried about the assets of DTE and personal asset risks. To have photo ID safeguards DTE's insurance by not deviating from standard practice. Our Lawyers gave us that advice. We need to know the person buying a ticket is the person in actuality. We have that practice outside of ConFest, at working bee people provide details.</p> <p><b>Kate:</b> Is pro ID because it serves as a duty of care to volunteers which effectively each patron is. Needs serial numbers attached, need to be ordered now so that checks and balances are in place. Police were in shock that DTE has no idea who is on our site.</p> <p><b>Coral:</b> Coral said this (writing a paper on photo ID) has been an action item for a year now. Now this highly contentions and polarising issue is being discussed close to the ConFest date. Went to Mullumbimbi Music Festival which is the hippy capital of the world and saw no problems there with people wearing wristbands and showing photo ID.</p> <p><b>David</b> ConFest is being choked to death by stupidity. ConFest is being lost and growing commercial.</p> <p><b>Robin</b> has found a new supplier who can supply wristbands in a two week time frame. Matching serial numbers with wrist bands and has never seen them matched. Has learnt from the past years. We have written our processes down. To raise, ask for it and practice and learn from it.</p> <p><b>Mark</b> wants to test the id. If the community say they don't want it then we can revisit it.</p> <p><b>Troy</b> the motion as it is doesn't apply consequences.</p> <p><b>Don</b> It is the thin edge of the wedge and should be resisted. We are custodians of a special event an alternative festival.</p> <p><b>Motion:</b> That the Board of Directors directs the ConFest Committee to request adult ConFest ticket holders to preset tickets along with corresponding photo identification upon initial entry to each ConFest. <b>Seconded</b> Kate Shapiro <b>PBM</b> Coral Larke, Troy Reid, Mark Rasmussen, Kate Shapiro</p>	<p>Shapiro <b>For</b> Coral Larke Mark Rasmussen, Troy Reid, Kate Shapiro <b>Against</b> David Cruise Don Royal <b>PBM</b></p>
<b>16</b>	<b>Training for the Board</b>	<i>Coral Larke</i>
	<b>Motion:</b> That a budget be approved for Non Violent Communication for \$5000 for the Board of Directors to attend.	<b>Moved</b> Coral <b>Seconded</b> Troy <b>No</b> <b>objections</b> <b>PBC</b>
<b>17</b>	<b>February SGM Dates</b>	
	<p>1/2/18 Notice Period 29/1/18 Mail out date 26/1/18 Notice draft date 18/1/18 Director Nominations Close</p>	
<b>18</b>	<b>Actions</b>	
	<p>Gain advice from Bree on how to deal with Marty's debt. Kate will call the ANZ to verify that Marty Schwartz is not a signatory A letter will be drafted to Marty to inform him of his directors credits and Show Cause Mediation. Mark will talk with Peter Curuso about vehicle repairs to the great wall and Marty's unpaid bill.</p>	
<b>19</b>	<b>Resolutions</b>	
	<p><b>Motion:</b> That the Board of Directors directs the ConFest Committee to request adult ConFest ticket holders to preset tickets along with corresponding photo identification upon initial entry to each ConFest. <b>Seconded</b> Kate Shapiro <b>PBM</b> Coral Larke, Troy Reid, Mark Rasmussen, Kate Shapiro</p> <p><b>Motion:</b> That a budget be approved for Non Violent Communication for \$5000 for the Board of Directors to attend. <b>Moved</b> Coral <b>Seconded</b> Troy <b>No objections</b> <b>PBC</b></p> <p><b>Motion:</b> To Approve a budget of \$4000 for director training. <b>Mark:</b> Seconded</p> <p><b>Amended:</b> To approve a budget of \$6000 for director training. <b>Mark:</b> Seconded</p> <p><b>No objections passed by consensus.</b></p>	
<b>20</b>	<b>Meeting Ended</b>	<i>Procedural</i>
	11.30	

