

Down-To-Earth (Vic) Cooperative Society Limited

Special General Meeting

Minutes

Date: 30th August, 2018

Time: 7:30pm

Audio: <http://dte.org.au/audiominutes/>

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

Mobile: [+61280152088,,2362803611#](tel:+61280152088,2362803611)

Manual dial: Within Australia: [\(02\) 8015-2088](tel:0280152088) Meeting ID: 236 280 3611

Status: Confirmed 27th September, 2018

#	Item	Raised by:
1	<u>Traditional Owners</u>	
	I acknowledge the Traditional Owners of the land on which we are meeting. I pay my respects to Elders, past, present and future.	
2	<u>Meeting Started</u>	<i>Procedural</i>
	8 PM	
3	<u>Order of Business</u>	
	1. Opening of meeting 2. Election of Chairperson & Minute Taker 3. Acknowledgement of Country 4. Acknowledgement of members participating online 5. Ratification of previous meeting minutes 6. Presentation of reports (if applicable) 7. Code of Conduct Complaints Review Panel Selection 8. General business on notice	
4	<u>Election Of Chair</u>	<i>Procedural</i>
	Confirmation of Chairperson: David Cruise Confirm Minute Keeper: Coral Larke	
5	<u>Attendance</u>	<i>Procedural</i>
	Alexander Jude Brogan Elle Banville Denise Barber Kevin Ernst Kathy Hunt Lindy Gregory Steven Jae Juliet Larke Coral Lars Nissen MacDonald David MacPherson Robin Magor John Mathews Malcolm	

	<p>Neal Angela O'Shanassy Peter Simmonds Barry Tarr Jenni Tippett Peter Rasmussen Mark Reid Darryl Reid John Reid Troy Royal Donald Schwarz Martin Shipperlee Aaron Simmons Barry Padovani Walter Pitt Trevor Ryan Darrylle Silverberg Paul Tunney Kristen Poynton Steve Waldrom Grant Waldrom Jude Wilkinson Andrew</p>	
6	Approval of minutes from last meeting 21st & 28th June	<i>Procedural</i>
	Moved: Lars Nissen Seconded: Mark Rasmussen PBC	No objections PBC
7	Reports	<i>Procedural</i>
A.	That a restriction be placed on the occurrence of the number of 'short notice' OC meetings	<i>Elle Brogan</i>
	<p>That a restriction be placed on the occurrence of the number of 'short notice' Organising Committee meetings scheduled by the Corporate Secretary and/or DTE Board, to one per month.</p> <p>I. Short notice being less than 72 hours notice to DTE members</p> <p>II. Short notice as not correlating to the publicly advertised times (every fourth Thursday of each month) on official DTE websites.</p> <p>III. Restricted meetings are logged by the Corporate Secretary and audited by the OC on a regular basis. Rationale: The DTE rules allow for the OC to be held "without notice" and in conjunction with an Board or CC; when meetings are called on a regular basis at 'short notice' this potentially homogenises the voting member eligibility, to a select few who read their emails the day before the meeting.</p> <p>Rationale Currently we have one member enrolled (and three others authorised) to attend Nationally accredited mediation courses costing the Cooperative between \$2000 to \$3500 per person. These courses were approved by the OC on the provision that this investment would be utilised by the Cooperative in a 'skill share' capacity. It seems valid, and in the best interests of the Cooperative to authorise the accredited mediators, an opportunity to 'reinvest' their skills towards dispute resolution for the Cooperative; should they choose to do so.</p>	<p>Proposed by: <i>Ellen Brogan,</i> Supported by <i>Tania Morsman</i> <i>and Barry</i> <i>Simmonds</i> Withdrawn</p>
B.	National Mediation Certifications	<i>Ellen Brogan</i>

	<p>That members who have passed their National Mediation Certifications paid for by DTE, be authorised by the Board, to be officially designated mediators for internal disputes of the Cooperative within the following I. mediation applications are submitted via the Board II. accredited mediation graduates agree to the designation III. mediation parties ALL agree to the designation of said mediator. Rationale Currently we have one member enrolled (and three others authorised) to attend Nationally accredited mediation courses costing the Cooperative between \$2000 to \$3500 per person. These courses were approved by the OC on the provision that this investment would be utilised by the Cooperative in a 'skill share' capacity. It seems valid, and in the best interests of the Cooperative to authorise the accredited mediators, an opportunity to 'reinvest' their skills towards dispute resolution for the Cooperative; should they choose to do so.</p> <p>Amendment That members who have passed their National Mediation Certifications paid for by DTE, be authorised by the Organising Committee, to be officially designated mediators for internal disputes of the Cooperative within the following</p>	<p>Proposed by: Ellen Brogan, Supported by Tania Morsman and Barry Simmonds Resubmit to OC</p>
C.	<u>Chair to read resolutions prior to Meetings</u>	Ellen Brogan
	<p>That a Chair of the CC, OC and Board meetings be asked to read the list of Resolutions passed for the year, prior to their Chairing. If a Chair allows a motion to be discussed or passed which contravenes a documented resolution, that members can determine the subsequent motion invalid via 'matters arising' at the following meeting.</p> <p>Rationale There have been a number of agenda items discussed and motions passed in recent months via a process which contravenes previous motions and could therefore be considered illegal. There was a motion passed by consensus at the SGM on the 15.02.18 which stipulates a Meeting Agenda Deferment</p> <p><i>I. Motion: That if a DTE facilitator is not present at a Board, OC or CC meeting, where their work or workgroup is added to the agenda by another person, that this agenda item is deferred until that facilitator is notified of the agenda item AND invited to attend the next relevant meeting</i></p> <p><i>II. At several recent meetings, motions have been passed without facilitators of said work processes being present at the meetings.</i></p>	<p>Proposed by: Ellen Brogan, Supported by Tania Morsman and Barry Simmonds Motion Failed</p>
D.	That all current directors and members nominating as director undergo checks	Steven Poynton
	<p>That all current directors and members nominating as director undergo the following checks, and that the results of these checks are made available to all DTE members. ASIC Reports Current and historical personal name extract Disqualified person extract National Police Check Bankruptcy Check Proposed by Steven Poynton, supported by David Cruise and Marty Schwartz</p>	<p>Proposed by Steven Poynton, Supported by David Cruise and Marty Schwartz Withdrawn</p>
E.	That DTE provides resources to help with these checks and pays for any fees associated with them.	Steven Poynton
	<p>That DTE provides resources to help with these checks and pays for any fees associated with them. This may involve DTE engaging an external company to streamline the process.</p>	<p>Proposed by Steven Poynton, Supported by David Cruise and Marty Schwartz Withdrawn</p>
F	That all directors and members nominating as director declare any interests or involvement with other organisations.	Steven Poynton
	<p>Motion: That all directors and members nominating as director declare any interests or involvement with other organisations.</p>	<p>Proposed by Steven Poynton, Supported by David Cruise and Marty Schwartz 16 yes 14 no 2 abstain PBM</p>
	<u>Why didn't the Board respond to Kathy's questions from the last SGM</u>	Trevor Pitt

	Topic discussed	
	<u>Next Meeting Date & Time Confirmation</u>	<i>Procedural</i>
	20 TH September, 2018	
	<u>Meeting Ended</u>	<i>Procedural</i>
	10 PM	