


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

**Minutes**

**Date:** 7<sup>th</sup> March, 2019  
**Scheduled Start:** 7.30 PM  
**Venue:** Ceres Learning Centre, Lee St East Brunswick  
**Audio:** <http://dte.org.au/audiominutes>  
**Register on line:** <https://dte.coop/live.meeting>  
**Zoom Connect:** <https://dte.coop/to/zoom>  
**Phone Connect:** (02) 8015 2088 Meeting ID Number 2362803611

#	Item	Raised by:			
1	<b>Acknowledge, and pay respect, to the traditional owners and ongoing custodians of the land</b>				
	We gather on the land of the people of the Kulin nation. We pay our respects to Elders past, present and emerging. Indigenous sovereignty has never been ceded in Australia and we should endeavour to be mindful of this in everything we do, given our focus is gathering to create better ways of living in our society, not just for festival attendees but for all.				
2	<b>Meeting Started</b>	<i>Procedural</i>			
	7.45 PM				
3	<b>Meeting coordinators</b>	<i>Procedural</i>			
	<b>Chairperson:</b> Troy Reid <b>Minute Keeper:</b> Coral Larke				
4	<b>Attendance</b>	<i>Procedural</i>			
	<table border="0"> <tr> <td style="vertical-align: top;"> <b>Directors</b>            1. Larke Coral            2. MacPherson Robin            3. Rasmussen Mark            4. Reid Troy            5. Shapiro Kate   <b>Apologies</b>            Waldram Grant   <b>Leave of absence</b>            Cruise David         </td> <td style="vertical-align: top; padding-left: 20px;">           1. Ethereal Andy            2. Gregory Steve (Scouse)            3. Kettle Caryn            4. Joy Kristen            5. Pitt Trevor            6. Mathews Malcolm            7. Mayer Alison            8. Newcombe Craig            9. Nissen Lars            10. Paternoster Murray         </td> <td style="vertical-align: top; padding-left: 20px;">           11. Ryan Darrelle            12. Reid Darrelle            13. Reid Troy            14. Shapiro Kate            15. Shipperlee Aaron            16. Sinclair Glen            17. Wildey Guy            18. Wilson Chris            19. Wilson Kathy         </td> </tr> </table>	<b>Directors</b> 1. Larke Coral 2. MacPherson Robin 3. Rasmussen Mark 4. Reid Troy 5. Shapiro Kate  <b>Apologies</b> Waldram Grant  <b>Leave of absence</b> Cruise David	1. Ethereal Andy 2. Gregory Steve (Scouse) 3. Kettle Caryn 4. Joy Kristen 5. Pitt Trevor 6. Mathews Malcolm 7. Mayer Alison 8. Newcombe Craig 9. Nissen Lars 10. Paternoster Murray	11. Ryan Darrelle 12. Reid Darrelle 13. Reid Troy 14. Shapiro Kate 15. Shipperlee Aaron 16. Sinclair Glen 17. Wildey Guy 18. Wilson Chris 19. Wilson Kathy	
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5	<b>Confirmation of previous minutes</b>	<i>Procedural</i>			
	<b>Date:</b> 7 <sup>th</sup> February <b>Moved:</b> Mark Rasmussen <b>Seconded:</b> Kate Shapiro <b>PBC</b> <b>Correction needed:</b> Item 11 Deferred to after Auditors Meeting				
6	<b>Correspondence Inwards</b>	<i>Procedural</i>			
	<b>Mathew Cruise:</b> Request leave of absence for David Cruise from Director duties. <b>Australia Post:</b> Redirection Bill <b>Invoice:</b> Sand Man <b>Peter Tippett:</b> Wristbands & Trybooking <b>Coral Larke:</b> Notice to resign secretarial role. <b>Response:</b> Coral Larke will continue the secretarial roll until the end of the financial year.				
7	<b>Matters Arising</b>				
	<b>Motion:</b> To close all ANZ bank account and transfer all monies to Bendigo Bank.	<b>Moved</b> Mark Rasmussen <b>Seconded</b> Coral Larke <b>PBC</b>			

8 Action Tasks					
7/3/19	Leave of absence	Kate will send a letter to Mathew Cruise	Kate Shapiro		<u>NO PROGRESS</u> <u>WORK</u> <u>IN PROGRESS</u> <u>COMPLETE</u> 😊 <u>NO LONGER RELEVANT</u> <u>TAKEN OVER BY</u>
7/3/19	Memcom	Mark will communicate with Shalom	Mark Rasmussen		
7/3/19	Repay DTE	Wrong debit card used. David C to remedy.	David Cruise		
7/3/19	Site access policy	To refer Site Access Policy to G& SC	Coral Lare		
11/1/18 – 7/3/19	Minutes	20 sets of confirmed minutes to replace draft copies on dte.org.	David Cruise	<u>COMPLETE</u> 😊	
6/12/18	Banned list	Coral to contact M Puck and communicate G&SC decision.	Coral	<u>COMPLETE</u> 😊	
6/12/18	Privacy Policy	Elle Brogan & Robin MacPherson will work on ITC acceptable use policy on privacy issues.	Elle & Robin	Deferred to G& SC	
6/12/18	Investigate forensic accounting	For Grant Waldram and Robin MacPherson to investigate hiring a forensic accounting firm and see what they can do for us.	Grant & Robin	WIP	
1/11/18	Keys register	We have identified a risk in the current key arrangement. <i>Is there an action that needs to happen to safe guard DTE's assets on site. Deferred</i>	Troy Reid	WIP	
1/11/18	Community fire unit	To research what process is needed for members to undergo training to facilitate a Community Fire Unit. <i>Discussions are in progress with RFS</i>	Mark Rasmussen	Work progressed.	
4/10/18	Debit cards	Board approves the opening of 8 additional 1-to-sign bank accounts with Community Sector Banking. <b>Increased to 16 ledgers</b>	Coral	<u>COMPLETE</u> 😊	
6/9/18	Redirect bills to email	Bills to be redirected from PO Box to a centralized email address directors and finance email Defer to OC	All directors	Deferred to retreat	
6/9/18	Load and Go Cards	To clean up the Load and Go Cards <i>Malcolm has sent load and go info back to Troy Deferred to after ConFest</i>	Troy	No Progress	
6/9/18	Lodged Rules	Coral will buy a copy of Lodged Rules from Consumer Affairs.	Coral	Pending	
6/9/18	Update rules for consumer affairs.	A working group will need to be established to submit rule changes to Consumer Affairs This will have to be tabled 28 prior to a meeting	Troy Reid	Deferred to G & SC	
August	Consumer Affairs	Permacroft Consumer Affairs Update Judging by the out of date of DTEs Consumer Affairs Forms were, need to follow up with other Share Holders of Permacroft. <i>We nominate someone in Davids absence</i>	David Cruise	WIP	

	Sep	Debit cards	Cleaning up debit cards Monies are to be taken off card holders whose projects are complete	Troy	Complete 	
	Sep	communicate	Communicate with people who have financial anomalies	Kate	They are on notice.	
<b>9</b>	<b>Code of Conduct for Directors</b>					<i>Coral Larke</i>
	<p><b>Agenda details:</b> There are legal and ethical requirements of Directors, hence, a Code of Conduct specific to Directors is required.</p> <p><b>Motion:</b> For Directors to work collectively on a Board Code of Conduct. That will will be ready to be presented to the next meeting, 4th April, 2019 for ratification.</p>					<p><b>Moved</b> Coral Larke  <b>Seconded</b> PBC</p>
<b>10</b>	<b>To appoint bookkeeper</b>					<i>Troy Reid</i>
	<p><b>Motion:</b> To employ Big Little Numbers as interim bookkeepers to complete DTE's accounts ending this financial year.</p> <p><b>Question from Malcolm Mathews taken on notice.</b></p> <ol style="list-style-type: none"> <li>Who will brief the bookkeeper.</li> <li>Who will be the contact.</li> </ol>					<p><b>Moved</b> Troy Reid  <b>Seconded</b> Mark Rasmussen  PBC</p>
<b>11</b>	<b>Engage financial consultants</b>					<i>Robin MacPherson</i>
	<p><b>Motion</b> to Ferrier Hogdson to consult with DTE in regards to fiscal systems to have in place with an initial budget of \$3000.</p> <p><b>*Side note:</b> Kate will discuss DTE accounts with her contact.</p>					<p><b>Moved:</b> Robin MacPherson  <b>Seconded</b> Troy Reid  PBC</p>
<b>12</b>	<b>Leave of Absence</b>					<i>Troy Reid</i>
	<p><b>Motion:</b> That David Cruise be granted leave of absence as per our rules for 3 months if requested by himself, or if DTE receives a legal document of power of attorney from Mathew Cruise.</p> <p><b>Action:</b> Kate will send the letter that she circulated.</p>					<p><b>Moved</b> Kate Shapiro  <b>Seconded</b> Robin MacPherson  PBC</p>
<b>13</b>	<b>Secretarial Role</b>					<i>Troy Reid</i>
	<p>The secretary role is now a full time position and too much for one volunteer. There is nothing to stop the organization to outsource the role. Coral will continue in the role until the end of the financial year or until someone takes over.</p>					
<b>14</b>	<b>Robin to be removed from Trybooking</b>					<i>Robin Mac Pherson</i>
	<p><b>Motion:</b> For Robin to be removed from Trybooking.</p>					<p><b>Moved</b> Robin MacPherson  <b>Seconded</b> Kate Shapiro  PBC</p>
<b>15</b>	<b>Kate to be added to Trybooking</b>					<i>Kate Shapiro</i>
	<p><b>Motion:</b> For Kate Shapiro to be added to the Trybooking System for full access.</p>					<p><b>Moved</b> Kate Shapiro  <b>Seconded</b> Robin MacPherson  PBC</p>
<b>16</b>	<b>Seek a response form cc/oc/gsc in regards to what is outstanding</b>					<i>Robin MacPherson</i>
	<p><b>Agenda details:</b> What are we waiting for from the council so we know everything is ok What is holding up the council in regards to what we need Compliance for Autumn ConFest.</p> <p><b>Compliance Dates</b></p> <ul style="list-style-type: none"> <li><b>24<sup>th</sup> March</b> Water Management Plan</li> <li><b>31<sup>st</sup> March</b> Water Testing</li> <li><b>31<sup>st</sup> March</b> Food Vendor Compliance</li> <li><b>31<sup>st</sup> March</b> Notice of Change Traffic Conditions</li> <li><b>31<sup>st</sup> March</b> Signage</li> </ul>					
<b>17</b>	<b>Memcom</b>					<i>Coral Larke</i>
	<p>John Howard membership application be approved as when originally supplied. <b>Originally Approved 2<sup>nd</sup> August. 2018 Folio Number 1855 Moved</b> Troy Reid <b>Seconded</b> Coral Larke PBC</p>					
<b>18</b>	<b>Folio Numbers</b>					<i>Kate Shapiro</i>

	<b>Motion:</b> That folio numbers are unique, individually assigned, sequential and not reused for alternative members, however, an exemption is when a members change their name.	<i>Moved Kate Shapiro Seconded Robin MacPherson PBC</i>
19	<b>Life Ban</b>	<i>Robin MacPherson</i>
	G&SC recommended to the Board that M. Puck's life time ban remains. This was communicated to him.	
20	<b>Memcom</b>	<i>Coral Larke</i>
	<b>Discussion:</b> If babysitting can be considered bonafide volunteer hours when done at home? A membership form included babysitting with the reason that it allowed their partner to attend a working bee on site. Membership declined did not have 4 Directors approval.	
21	<b>Storage Policy</b>	<i>Aaron Shipperlee</i>
	<b>Motion:</b> That the storage policy is adopted as presented by Aaron Shipperlee and the G&SC	<i>Moved Mark Rasmussen Seconded Kate Shapiro PBC</i>
22	<b>Attendance Restriction policy</b>	<i>Aaron Shipperlee</i>
	<b>Motion:</b> That the ConFest Restriction Policy is adopted. Thank you to Aaron for all the hard work he has put into the G&SC documents.	<i>Moved Robin MacPherson Seconded Coral Larke PBC</i>
23	<b>Site Access Policy</b>	<i>Troy Reid</i>
	<b>Motion:</b> That we adopt the Site Access Policy. There is a site access policy already, however, different events need different methods to suit the particular circumstance.	<i>Referred to the G&amp;SC.</i>
24	<b>Directors funds</b>	<i>Troy Reid</i>
	To grant all directors with account balances with less than \$1250 an additional advance of \$1250	<i>Moved Mark MacPherson Seconded Kate Shapiro PBC</i>
25	<b>Directors Retreat</b>	<i>Troy Reid</i>
	<b>Budget Request:</b> To grant \$5000 budget for a Directors Retreat which will closely follow the AGM. This is to help set up the new Board.	<i>Moved Robin MacPherson Seconded Kate Shapiro PBC</i>
26	<b>Director Breach of Confidentiality</b>	<i>Robin MacPherson</i>
	<b>Motion:</b> Due to an alleged recent breach of confidentiality to get an external investigation, to ascertain the validity of the claim to find out who was involved and report back to the Board. For a budget of \$5000.	<i>Moved Robin MacPherson Seconded Coral Larke Failed</i>
	<b>Carried Resolutions</b>	
	<p><b>ANZ bank account Motion:</b> To close all ANZ bank account and transfer all monies to Bendigo Bank <b>Moved</b> Mark Rasmussen <b>Seconded</b> Coral Larke <b>PBC</b></p> <p><b>Code of Conduct for Directors Motion:</b> For Directors to work collectively on a Board Code of Conduct. That will be ready to be presented to the next meeting, 4th April, 2019 for ratification. <b>Moved</b> Coral Larke <b>Seconded</b> PBC</p> <p><b>To appoint bookkeeper Motion:</b> To employ Big Little Numbers as interim bookkeepers to complete DTE's accounts ending this financial year.</p> <p>Question from Malcolm Mathews taken on notice. <b>Moved</b> Troy Reid <b>Seconded</b> Mark Rasmussen <b>PBC</b></p> <p><b>Engage financial consultants Motion</b> to Ferrier Hodgson to consult with DTE in regards to fiscal systems to have in place with an initial budget of \$3000. <b>Moved:</b> Robin MacPherson <b>Seconded</b> Troy Reid <b>PBC</b></p> <p><b>Leave of Absence Motion:</b> That David Cruise be granted leave of absence as per our rules for 3 months if requested by himself, or if DTE receives a legal document of power of attorney from Mathew Cruise. <b>Moved</b> Kate Shapiro <b>Seconded</b> Robin MacPherson <b>PBC</b></p> <p><b>Robin to be removed from Trybooking Motion:</b> For Robin to be removed from Trybooking. <b>Moved</b> Robin MacPherson <b>Seconded</b> Kate Shapiro <b>PBC</b></p> <p><b>Kate to be added to Trybooking Motion:</b> For Kate Shapiro to be added to the Trybooking System for full access. <b>Moved</b> Kate Shapiro <b>Seconded</b> Robin MacPherson <b>PBC</b></p>	

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<b><u>Next Meeting Date &amp; Time Confirmation</u></b>		
	4 <sup>th</sup> April, 2019	
<b><u>Meeting Ended</u></b>		
	9.45 PM	