

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

**Minutes**

**Date:** 4<sup>th</sup> April, 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.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |  |
| 2                                                                                                                                                                                                                                     | <b><u>Meeting Started</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | <i>Procedural</i>                                                                                                                                                                                                                     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |  |
|                                                                                                                                                                                                                                       | 8 PM                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |  |
| 3                                                                                                                                                                                                                                     | <b><u>Meeting coordinators</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | <i>Procedural</i>                                                                                                                                                                                                                     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |  |
|                                                                                                                                                                                                                                       | <b>Chairperson:</b> Coral Larke<br><b>Minute Keeper:</b> Coral Larke                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |  |
| 4                                                                                                                                                                                                                                     | <b><u>Attendance</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | <i>Procedural</i>                                                                                                                                                                                                                     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |  |
|                                                                                                                                                                                                                                       | <table style="width: 100%; border: none;"> <tr> <td style="width: 50%; border: none;"> <ol style="list-style-type: none"> <li>1. Larke Coral</li> <li>2. MacPherson Robin</li> <li>3. Rasmussen Mark</li> <li>4. Reid Troy</li> <li>5. Waldram Grant</li> </ol> <p>Kate Shapiro Absent<br/>David Cruise Leave of absence</p> </td> <td style="width: 50%; border: none;"> <ol style="list-style-type: none"> <li>1. Adams Helen</li> <li>2. Baker Michelle</li> <li>3. Brock Elisa</li> <li>4. Brogan Ellen</li> <li>5. Dorian Eric</li> <li>6. Garber Kevin</li> <li>7. Hammond Jordan</li> <li>8. Kettle Caryn</li> <li>9. Levy Rowan</li> <li>10. Magor John</li> <li>11. Matthews Malcolm</li> <li>12. McPherson Robin</li> <li>13. Murray Jude</li> <li>14. Nissen Lars</li> <li>15. Pitt Trevor</li> <li>16. Reid Taisha</li> <li>17. Simmonds Barry</li> <li>18. Smith Michelle</li> <li>19. Tunney Kristen</li> <li>20. Suse Scholem</li> <li>21. Wilson Chris</li> </ol> </td> </tr> </table> | <ol style="list-style-type: none"> <li>1. Larke Coral</li> <li>2. MacPherson Robin</li> <li>3. Rasmussen Mark</li> <li>4. Reid Troy</li> <li>5. Waldram Grant</li> </ol> <p>Kate Shapiro Absent<br/>David Cruise Leave of absence</p> | <ol style="list-style-type: none"> <li>1. Adams Helen</li> <li>2. Baker Michelle</li> <li>3. Brock Elisa</li> <li>4. Brogan Ellen</li> <li>5. Dorian Eric</li> <li>6. Garber Kevin</li> <li>7. Hammond Jordan</li> <li>8. Kettle Caryn</li> <li>9. Levy Rowan</li> <li>10. Magor John</li> <li>11. Matthews Malcolm</li> <li>12. McPherson Robin</li> <li>13. Murray Jude</li> <li>14. Nissen Lars</li> <li>15. Pitt Trevor</li> <li>16. Reid Taisha</li> <li>17. Simmonds Barry</li> <li>18. Smith Michelle</li> <li>19. Tunney Kristen</li> <li>20. Suse Scholem</li> <li>21. Wilson Chris</li> </ol> |  |
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| 5                                                                                                                                                                                                                                     | <b><u>Confirmation of previous minutes</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | <i>Procedural</i>                                                                                                                                                                                                                     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |  |
|                                                                                                                                                                                                                                       | <b>Date:</b> 7 <sup>th</sup> March, 2019 <b>Moved:</b> Troy Reid <b>Seconded:</b> Robin MacPherson <b>PBC</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |  |
| 6                                                                                                                                                                                                                                     | <b><u>Matters Arising</u></b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | <i>Procedural</i>                                                                                                                                                                                                                     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |  |
|                                                                                                                                                                                                                                       | ANZ bank was not closed down.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |  |

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|----------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------|
|          | Last month the Bendigo Bank and Community Sector Banking computers and phones were down. It developed concern about having all of DTE's money in one bank. This is a sovereign risk and needs to be dealt with because it is a serious matter. Needs professional advice.<br>Action Task: Coral to talk with TBT                |                                 |                                                                                                                                                        |                                                     |                                                                                                                                                       |
| <b>7</b> | <b><u>Correspondence</u></b>                                                                                                                                                                                                                                                                                                    |                                 |                                                                                                                                                        |                                                     |                                                                                                                                                       |
|          | <b>Ceres</b><br>invoice Inv-1030020533 for 380.00 AUD. The amount outstanding of 380.00 AUD is due on 15 Apr 2019<br><b>ATO</b><br>BAS \$7011 is due 19 <sup>th</sup> April 2019<br><b>Think Water Swan Hill</b><br>invoice 00168220 27/03/2019 \$4,200.00<br><b>CWS</b><br>Inv-14624 invoice sent 31 <sup>st</sup> March \$205 |                                 |                                                                                                                                                        |                                                     |                                                                                                                                                       |
| <b>8</b> | <b>Action Tasks</b> Task list contact Michael Hill re bank advise and risk                                                                                                                                                                                                                                                      |                                 |                                                                                                                                                        |                                                     |                                                                                                                                                       |
|          | 4/4/19                                                                                                                                                                                                                                                                                                                          | Code of conduct                 | To send Board Code of conduct to the G&SC                                                                                                              | Coral Larke                                         | <u>NO PROGRESS</u><br><u>WORK IN</u><br><u>PROGRESS</u><br><u>COMPLETE ☺</u><br><u>NO LONGER</u><br><u>RELEVANT</u><br><u>TAKEN OVER</u><br><u>BY</u> |
|          | 4/4/19                                                                                                                                                                                                                                                                                                                          | Bank                            | To talk with Michael Hill re financial risks of DTE money.                                                                                             | Coral Larke                                         |                                                                                                                                                       |
|          | 7/3/19                                                                                                                                                                                                                                                                                                                          | Leave of absence                | Kate to send letter to Mathew Cruise                                                                                                                   | Kate Shapiro                                        |                                                                                                                                                       |
|          | 6/12/18                                                                                                                                                                                                                                                                                                                         | Privacy Policy                  | Elle Brogan & Robin MacPherson will work on ITC acceptable use policy on privacy issues.                                                               | Elle & Robin<br><b>Deferred to G&amp; SC</b>        |                                                                                                                                                       |
|          | 6/12/18                                                                                                                                                                                                                                                                                                                         | Investigate forensic accounting | To investigate hiring a forensic accounting firm and see what they can do for us.                                                                      | Grant Waldram & Robin MacPherson<br><b>Complete</b> |                                                                                                                                                       |
|          | 1/11/18                                                                                                                                                                                                                                                                                                                         | Keys register                   | We have identified a risk in the current key arrangement.                                                                                              | Troy Reid<br><b>WIP</b>                             |                                                                                                                                                       |
|          | 1/11/18                                                                                                                                                                                                                                                                                                                         | Community fire unit             | To research what process is needed for members to undergo training to facilitate a Community Fire Unit.<br><i>Discussions are in progress with RFS</i> | Mark Rasmussen<br><b>Crashed and burned</b>         |                                                                                                                                                       |
|          | 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<br><b>Complete</b>                    |                                                                                                                                                       |
|          | 6/9/18                                                                                                                                                                                                                                                                                                                          | Load and Go Cards               | To clean up the Load and Go Cards<br><i>Malcolm has worked on Load and Go cards and new cards are being sent to Troy's home.</i>                       | Troy / Malcolm<br><b>Progress made</b>              |                                                                                                                                                       |
|          | 6/9/18                                                                                                                                                                                                                                                                                                                          | Lodged Rules                    | Coral will buy a copy of Lodged Rules from Consumer Affairs.                                                                                           | Coral<br><b>Pending</b>                             |                                                                                                                                                       |

|           |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                    |                                                                                                                                                                                                               |              |                    |  |  |                                                                     |
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|           | 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<br>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 David's absence</i> | David Cruise | WIP                |  |  |                                                                     |
|           | Sep                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | People with financial anomalies    | Communicate with people who have financial anomalies <i>The Board acknowledged the system is not seen through to completion. Malcolm wants feedback on his reports.</i>                                       | Kate         | WIP                |  |  |                                                                     |
| <b>9</b>  | <b>Reports</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                                    |                                                                                                                                                                                                               |              |                    |  |  |                                                                     |
|           | <p><b>Report on Permacroft</b> DTE received an offer to purchase DTE's Permacroft shares, as this has to go to a SGM and the need for a sworn evaluation the proposal was rejected.</p> <p><b>G&amp;SC</b> For people who would like to have items to the G&amp;SC Email <a href="mailto:gsc@dte.coop">gsc@dte.coop</a> and agenda items can be sent to G&amp;SC</p> <p><b>Permits</b> Council will sign off on the permit 17<sup>th</sup> April providing standards are met. The council will inspect the site every day during ConFest.</p> <p><b>Trybooking</b> Market stalls have sold via Trybooking. Volunteer tickets and patron tickets are yet to go online.</p> <p><b>Woorooma Water Systems</b> Trevor Smith gave an update on progress.</p> |                                    |                                                                                                                                                                                                               |              |                    |  |  |                                                                     |
| <b>10</b> | <b>Code of Conduct for Directors</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                    |                                                                                                                                                                                                               |              |                    |  |  | Coral Larke                                                         |
|           | <b>Motion:</b> To send a code of conduct that is a work in progress to the G&SC for review and development with a 60 day timeline.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                    |                                                                                                                                                                                                               |              |                    |  |  | <b>Moved</b> Troy Reid<br><b>Seconded</b> Coral Larke<br><b>PBC</b> |
| <b>11</b> | <b>Wellness Procedure</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                                    |                                                                                                                                                                                                               |              |                    |  |  | Trevor Pitt                                                         |
|           | Wellness advises the cooperative of their Procedure Document. The Wellness Team Procedure Document has been finalised with the G&SC committee. Jordan Hammond developed a working and community based document in collaboration with a number of areas. Eric Dorian, facilitator of Rangers is adopting the Wellness procedure and appreciates that there are now clear guidelines to follow. It has helped them knowing what to and not to do.                                                                                                                                                                                                                                                                                                         |                                    |                                                                                                                                                                                                               |              |                    |  |  |                                                                     |
| <b>12</b> | <b>John Magor Complaint</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                                    |                                                                                                                                                                                                               |              |                    |  |  | John Magor                                                          |
|           | The board will have a private meeting on the 8 <sup>th</sup> April, 7.30 PM to discuss the complaint.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                    |                                                                                                                                                                                                               |              |                    |  |  |                                                                     |
| <b>13</b> | <b>Carried Resolutions</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                    |                                                                                                                                                                                                               |              |                    |  |  |                                                                     |
|           | <b>Code of Conduct for Directors Motion:</b> To send a work in progress code of conduct to the G&SC for review and development within a 60 day timeline <b>Moved</b> Troy Reid <b>Seconded</b> Coral Larke <b>PBC</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                    |                                                                                                                                                                                                               |              |                    |  |  | Coral Larke                                                         |
| <b>14</b> | <b>Meeting Ended</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                    |                                                                                                                                                                                                               |              |                    |  |  |                                                                     |
|           | 9 PM                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |                                    |                                                                                                                                                                                                               |              |                    |  |  |                                                                     |

