

## Special General Meeting

# Minutes

**Date:** 6<sup>th</sup> June, 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>	<i>Respect</i>																																						
	We gather on the lands of many Aboriginal Nations. 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><u>Meeting Started</u></b>	<i>Procedural</i>																																						
	9 PM																																							
3	<b><u>Order of business</u></b>	<i>Procedural</i>																																						
	1. Opening of meeting 2. Election of Chairperson & Minute Taker 3. Acknowledgement of Country 4. Acknowledgement of members 5. Ratification of previous meeting minutes 7. General business on notice 8. Board or OC to follow (if required)																																							
4	<b><u>Election of chair</u></b>	<i>Procedural</i>																																						
	<b>Chair:</b> Troy Reid <b>Minute Taker:</b> Coral Larke																																							
5	<b><u>Attendance</u></b>	<i>Procedural</i>																																						
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<b>6</b>	<b>Confirmation of previous minutes</b>	<b>Procedural</b>
	<b>Date:</b> 1 <sup>st</sup> April, 2019 <b>Moved:</b> Steve Gregory (Scouse) <b>Seconded:</b> David Cruise <b>PBC</b> <b>Correction:</b> Steve Gregory (Scouse) was at the 1 <sup>st</sup> April meeting	
<b>7</b>	<b>Matters Arising</b>	<b>Procedural</b>
<b>8</b>	<b>Permacroft</b>	<b>David Cruise</b>
	"That the Down to Earth (Victoria) Co-operative Society Ltd, sell its parcel of shares in Permacroft Co-operative Ltd. The sale would be arranged by the Permacroft Co-operative Ltd." For information about Permacroft go o:- <a href="http://dte.org.au/permacroft/">http://dte.org.au/permacroft/</a> <b>D. Appropriation for Board of Directors</b> <b>Motion</b> "That an appropriation of up to \$35,000 is made available to the Board of Directors for financial year ending 30 June 2020."	<b>Moved</b> David Cruise <b>Seconded</b> Robin McPherson & Don Royal <b>PBC</b>
<b>9</b>	<b>Reaffirm 2017 Motion</b>	<b>Robin McPherson</b>
	To reaffirm 2017 Motion " That the board be required to adhere to DTE rules, in particular rule 38, which limits its role to a non-executive Board, and that all other committees and workgroups of the co-operative shall be a subcommittee of the four Standing Committees of the Board as defined in rules 47, and notwithstanding rule 47 (16) (ix) which enables the Board to consider any matter of liability of the Board, that should the Board require a committee be stabilised that a request of that nature is communicated to a Standing Committee of the Board with clear terms of reference. The motion is to reinforce a separation of powers between the executive and non-executive, The current arrangement (bookkeeper reporting to the Board) compromises the separation of powers." <b>Rationale:</b> In 2017 the members tried to send a clear message to the board - Results - Those For: 23 - Those Against: 5 - Passed by majority. It was a difficult time for the co-operative back then. Times are now different and yet we believe it has not wavered on this position and to reaffirm this motion demonstrates the memberships strength and willingness to take on the tasks of the co-operative.	<b>Moved</b> Robin McPherson <b>Seconded</b> Don Royal & Steve Gregory (Scouse) <b>PBC</b>
<b>10</b>	<b>Recognition Ratification of FINCOM</b>	<b>Robin McPherson</b>
	That the Down to Earth (Victoria) Co-operative Society Ltd, recognises and ratifies FINCOM (Finance Committee) as the body which works with the Bookkeeper, Board and Committees on matters concerning the Co-operatives finances. That FINCOM is made up of both executive and non-executive members. <b>Rationale:</b> This is to ensure a balance of power between directors who can potentially face financial consequences should the cooperative fail to adhere to rules and laws and OC members. <b>Amendment</b> That the Down to Earth (Victoria) Co-operative Society Ltd, recognises and ratifies FINCOM (Finance Committee) and Board of Directors as the bodies which works with the Bookkeeper on matters concerning cooperatives finances. That FINCOM is made up of both active or appointed members. <b>Seconded</b> Mark Rasmussen	<b>Moved</b> Robin McPherson <b>Seconded</b> David Cruise & Malcolm Matthews <b>Amendment</b> Troy Reid <b>Seconded</b> Mark Rasmussen <b>PBM</b>
<b>11</b>	<b>Appropriation for Board of Directors</b>	
	<b>Motion</b> "That an appropriation of up to \$35,000 is made available to the Board of Directors for financial year ending 30 June 2020."	<b>Moved</b> Don Royal <b>Seconded</b> Robin McPherson & Malcolm Matthews <b>PBC</b>
<b>12</b>	<b>Appropriation for Organising Committee</b>	
	<b>Motion</b> "That an appropriation of up to \$300,000 is made available to the Organising Committee for general operating expenses for financial year ending 30 June 2020." <b>Rationale:</b> This figure is made up of FYE 2019 appropriation estimation, incorporating; Aboriginal Relationships, Land Care, Asset Management, ICT, Marketing and Public Relations, Membership and Volunteer Services. Also including; Training, Cultural Transformation Programs, Conferences & Retreats, Historical and Cultural Heritage & Works to Shearing Shed.	<b>Moved</b> Malcolm Matthews <b>Seconded</b> Robin McPherson & Coral Larke <b>PBM</b>

<b>13</b>	<b>Appropriation for Confest Committee</b>	<i>Robin McPherson</i>
	<p><b>Motion</b> “That an appropriation of up to \$400,000 is made available to ConFest Committee for financial year ending 30 June 2020.”</p> <p><b>Discussion:</b> Questions were raised regarding large budgets.</p> <ol style="list-style-type: none"> <li>1. How much to we want as a surplus?</li> <li>2. We may be having a second ConFest so a large appropriation is needed</li> <li>3. Consider why we are doing what we do.</li> </ol>	<p><b>Moved</b> <i>Robin McPherson</i></p> <p><b>Seconded</b> <i>Troy Reid &amp; Malcolm Matthews.</i></p> <p><b>PBM</b></p>
<b>14</b>	<b>Extend meeting</b>	<i>Coral Larke</i>
	<b>10.30 PM Motion:</b> To extend the meeting by 1 hour	<p><b>Moved</b> <i>Coral Larke</i></p> <p><b>Seconded</b> <i>Mark Rasmussen</i></p> <p><b>PBC</b></p>
<b>15</b>	<b>Appropriation for ConFab Committee</b>	
	<p><b>Motion:</b> “That an appropriation of up to \$15,000 is made available to the ConFab Committee for the conduct of various events for the financial year ending 30 June 2020.”</p>	<p><b>Moved</b> <i>Elle Brogan</i></p> <p><b>Seconded</b> <i>Trevor Pitt &amp; Tania Morsman.</i></p> <p><b>PBC</b></p>
<b>16</b>	<b>Appropriation for 4ArtSake</b>	
	<p><b>Motion:</b> “That an appropriation of up to \$20,000 is made available for 4ArtSake for the financial year ending 30 June 2020.”</p>	<p><b>Moved</b> <i>Tania Morsman</i></p> <p><b>Seconded</b> <i>Coral Larke &amp; Steve Gregory (Scouse)</i></p> <p><b>PBC</b></p>
<b>17</b>	<b>Additional ConFest Appropriation</b>	
	<p><b>Motion</b> “that an additional appropriation of up to \$40,000 is made available to the ConFest Committee for financial year ending 30 June 2019.”</p>	<p><b>Moved</b> <i>Coral Larke</i></p> <p><b>Seconded</b> <i>Robin McPherson &amp; Malcolm Mathews</i></p> <p><b>PBC</b></p>
<b>18</b>	<b><u>Next Meeting Date &amp; Time Confirmation</u></b>	<b>Procedural</b>
<b>19</b>	<b><u>Meeting Ended</u></b>	<b>Procedural</b>
	11pm	