

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

Minutes

Date: Thursday 4th July 2019
Scheduled Start Time: 7.30 PM
Venue: Ceres Learning Centre, 7 Lee Street, Brunswick East, Victoria
Audio: <http://dte.org.au/audiominutes>
Register on line: <https://dte.coop/live.meeting>
Zoom Connect: <https://dte.coop/zoom>
Phone Connect: (02) 8018-2088 Meeting ID Number 2362803611

#	Item	Raised by:																		
1	Acknowledge, and pay respect, to the traditional owners and ongoing custodians of the land	<i>Chair</i>																		
	We gather on the land of the people of the Kulin nation. We pay our respects to Elders past, present and emerging.																			
2	<u>Meeting Started</u>	<i>Procedural</i>																		
	7.59pm																			
3	<u>Meeting coordinators</u>	<i>Procedural</i>																		
	Chairpersons: Coral Larke, Kate Shapiro, Troy Reid Minute Keeper: Kate Shapiro (from recording)																			
4	<u>Board Members in Attendance</u>	<i>Procedural</i>																		
	<ol style="list-style-type: none"> 1. Larke Coral 2. MacPherson Robin 3. Rasmussen Mark 4. Shapiro Kate 5. Troy Reid 6. David Cruise 7. Grant Waldram [from 44:40] 																			
5	<u>Confirmation of previous minutes</u>	<i>Procedural</i>																		
	Date: Thursday 2nd May 2019 Moved: Mark Rasmussen Seconded: Robin MacPherson Date: Thursday 6th June 2019 Moved: Coral Larke Seconded: Robin MacPherson	<i>PBC</i>																		
6	<u>Matters Arising</u>	<i>Procedural</i>																		
	Thursday 2 nd May: Missing Activity Form referenced – Jordan Hammond's Activity Form was listed as missing. Troy confirmed this had been found by end of meeting.	<i>Kate Shapiro & Troy Reid</i>																		
7	<u>Correspondence</u>																			
	<table border="1"> <thead> <tr> <th>Date</th> <th>Sender</th> <th>Addressee</th> <th>Relationship</th> <th>Contents</th> <th>Action/Referred to</th> </tr> </thead> <tbody> <tr> <td></td> <td>True Blue Water Exchange</td> <td>directors@dte.coop</td> <td>Broker</td> <td>Offer - water rights</td> <td></td> </tr> <tr> <td></td> <td>Benjy & Chris Fanning</td> <td>directors@dte.coop</td> <td>Community Association (Voting) Member</td> <td>Hill Plain Bush Fire Brigade Notification of AGM [Sunday 7th July]</td> <td></td> </tr> </tbody> </table>	Date	Sender	Addressee	Relationship	Contents	Action/Referred to		True Blue Water Exchange	directors@dte.coop	Broker	Offer - water rights			Benjy & Chris Fanning	directors@dte.coop	Community Association (Voting) Member	Hill Plain Bush Fire Brigade Notification of AGM [Sunday 7 th July]		
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	Community Sector Banking	Hughesdale Post Office Box	Current Service Provider	Debit Card Jordan Hammond	To be forwarded via Express Post by Coral Larke
	Candy Stephens	Coral Larke	ConFest Community Member	Flash Drive containing artwork	Coral Larke
	Origin Energy	Cooperative via mail	Current Service Provider	Notification of rate change	
	Big Little Numbers	Cooperative via mail	Current Service Provider	Tax Invoice (Bookkeeping)	
	CERES	Cooperative via e-mail	Current Service Provider	Account adjustment & Tax Invoice (Venue)	
	CWS	Cooperative via e-mail	Current Service Provider	Tax Invoice (Waste disposal)	

8 Action Tasks

	Board	Trybooking Kate should be listed on Trybooking	Troy Reid	complete
6/6/19	MemCom	1885 Sharla Lavers Deferred Follow up needed 1886 Lea Taruowski Deferred Follow up needed	Coral Larke	WIP
4/7/19	Brunswick Post Box	Brunswick PO Box rental ended David to renew Post Box	David Cruise	WIP
4/4/19	Financial Risks	To talk with Michael Hill re financial risks of DTE money. <ul style="list-style-type: none"> Risk due to money being in one account Solo directors transferring money between accounts. Budgets. 	Coral Larke	
6/9/18	Load and Go Cards	To clean up the Load and Go Cards <i>Malcolm has worked on Load and Go cards and new cards were sent to Troy's home.</i>	Troy / Malcolm	Refer to fincom
6/9/18	Lodged Rules	Coral will buy a copy of Lodged Rules from Consumer Affairs.	Troy	Passed to Troy
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	Kate and Coral will talk will line

9 PO Box 295 Brunswick East VIC Account

<p>Discussion: PO Box 295 lapsed. Stakeholder received letter marked 'Return To Sender'.</p> <p>Action Items: David Cruise to go to Brunswick East post office in attempt to re-open PO Box 295 Brunswick East VIC account. Stated that he would go on 5th July 2019. Robin MacPherson asked David Cruise to request Australia Post change to email billing of Post Office box [no billing address specified]. Suggestion met with floor enthusiasm and nil room objection.</p>	Troy Reid
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10	<u>Bills</u>	<i>Robin MacPherson</i>
	<p>Discussion: Discussion around streamlining bill process. Suggestions discussed: Bills going directly to cooperative payee/s for payment Tabling bills for quicker presentation in meetings Changing delivery method to email where possible</p>	<p>Contributors: <i>Robin MacPherson, Kate Shapiro, Mark Rasmussen, Troy Reid</i></p>
11	<u>Recognition of Secretary Resignation</u>	<i>Troy Reid</i>
	<p>The chair acknowledged Coral Larke's confirmation of her resignation from the position of cooperative secretary.</p> <p>Discussion: The chair sought confirmation from Coral Larke that her resignation from the position of Cooperative Secretary tendered in February 2019 still stood. Coral clarified that whilst she had tendered her resignation in February, she had agreed to stay on in the role until the end of Financial Year 2019. Her staying on was an extension by agreement and she confirmed to the meeting again that she still wished to resign. The chair acknowledged her resignation and thanked her for her work and kindly agreeing to stay on until EOFY.</p>	<i>Kate Shapiro</i>
12	<u>Appointment of New Cooperative Secretary</u>	<i>Mark Rasmussen</i>
	<p>Motion: That Troy Reid be appointed the Down to Earth Victoria Cooperative Society Secretary.</p> <p>Discussion: Clarification of the role of the board in appointing the secretary sought The role of board in appointment of the secretary: Cooperatives National Law Act, Division 3, Rule 190, states "The board is to appoint the secretary".</p>	<p>Moved: <i>Mark Rasmussen</i> Seconded: <i>Troy Reid</i> PBM</p> <p>Discussion: <i>Robin MacPherson, Trevor Pitt, John Reid</i></p>
13	<u>Banking, Risk & Feedback</u>	<i>Coral Larke</i>
	<p>Discussion: Financial and operational risk mitigation, spreading risk across multiple financial institutions, cost/benefit of diversification, auditor insights, operational risk (versus sovereign risk). Referred to FinCom for recommendations.</p>	<p>Discussion Contributors <i>Grant Waldram, Kate Shapiro, Mark Rasmussen, David Cruise, Troy Reid, Robin MacPherson, Coral Larke, Trevor Pitt (cooperative member), John Reid (cooperative member)</i></p>
14	<u>Purple Sashes</u>	<i>Trevor Pitt</i>
	<p>Discussion: Following Trevor putting the following item to the ConFest Committee "Who removed the wristbands/sashes and who authorised their removal?" he was asked to write to the board on the matter.</p> <p>All seven directors stated that they did not remove nor authorise/request their removal. Discussion of events surrounding discontent with sign and overall project.</p>	<p>Contributors: <i>Kate Shapiro, Troy Reid, Coral Larke, Mark Rasmussen, Grant Waldram, Tania Morsman (cooperative member) Trevor Pitt (cooperative member)</i></p>

15	<u>Response to Allegations/Accusations</u>	<i>Troy Reid (chair)</i>
	<p>Discussion: Peter Tippett has made assertions about Coral Larke. Peter believes Coral has engaged in behaviour that should be reported to the police. There was a lack of substantiation in the meeting. Director and current chair, Troy Reid counselled Peter that if Peter believed that there is a matter of interest for the police that he should pursue it with the police or that if he believes a criminal act has occurred that Peter should go ahead and report it to the police.</p>	<p>Contributors: Troy Reid, Mark Rasmussen, Coral Larke, David Cruise Kate Shapiro, Peter Tippett (Cooperative Member)</p>
16	<u>Documentation of previous decisions</u>	<i>Coral Larke (Former Secretary)</i>
	<p>Coral Larke requested the chair acknowledge correspondence of the 7th April 2019 to confirm a board decision to reimburse board member Mark Rasmussen for \$2,500 expenses incurred pre-festival to enable him being to stay at site in order to do time critical works necessary.</p>	<p>Contributors: Troy Reid (chair), Coral Larke</p>
17	<u>Feedback from Michael Hill</u>	<i>Coral Larke</i>
	<p>Coral Larke spoke with Michael and obtained feedback. Stated that it had already been covered now.</p>	
18	<u>Tim Wode</u>	<i>Tania Morsman</i>
	<p>Tania reported that Tim made a series of comments, complaints and accusations to her and Trevor Smith. Tim has accused Mark Rasmussen of financial misconduct and falsifying documents. Michael Hill was commissioned to conduct an investigation into this. Troy Reid advised that Michael Hill has advised that the allegations were found to be baseless and false.</p> <p>Motion proposed by Tania Morsman: Motion: That transparency of all financial dealings with Tim Wode be audited for the integrity of DTE board member and Mark Rasmussen and that Tim Wode be excused from all dealings with DTE and that he not enter the property again.</p> <p>Discussion: Mark advised he has advised that he has already ceased all dealings with Tim Wode. Access restriction policy and appropriateness of application.</p>	<p>Moved: Kate Shapiro Seconded: Mark Rasmussen Withdrawn</p>
19	<u>Aboriginal Relationships</u>	<i>Troy Reid (chair)</i>
	<p>Elle sent an email to directors on Monday 1st July regarding aboriginal relationships facilitation. Referred matter to OC. Grant to attempt to mediate between Elle Brogan and Muddy Featherfoot (Dale Macdonald).</p>	
20	<u>Finance motion</u>	<i>Coral Larke</i>
	<p>Motion: Budgets over \$10,000 need to be presented with detail one week prior to the meeting.</p> <p>Discussion: Regarding wording, amount, process for presentation, paths of distribution of budget proposal information, how to communicate: some people not on email/email lists, budget processes for different committees, comparisons/forecasting, post acquittal, mechanism that allows for urgent time critical expenses or exceptions needing to be granted by the board if necessary, funding application policy, policy wording, contextualising for times of the year, budgets of the committees.</p>	<p>Moved: Coral Larke Seconded: David Cruise</p> <p>Withdrawn and Referred to FinCom</p>

	Request for further input from FinCom prior to motion being put supported by mover and seconder of the motion.	
21	<u>Follow Up Board Discussions</u>	<i>Mark Rasmussen</i>
	<p>Request to have director discussion about budget information and 'goal posts' before the facilitator conference. Scheduled for Tuesday (9th July) evening.</p> <p>Continuation and completion of work done by directors over the director weekend to take place at CERES.</p> <p>Process for reporting work back to membership and member engagement/feedback.</p>	<p><i>Discussion:</i> <i>Mark Rasmussen,</i> <i>Jack Wells, Troy</i> <i>Reid, Kate Shapiro,</i> <i>Grant Waldram,</i> <i>Kathy Ernst</i></p>
22	<u>Time Extension Request</u>	<i>Procedural</i>
	A request for 20 minute time extension requested by Troy as chair. Nil objections from the floor.	
23	<u>Meeting Ended</u>	<i>Procedural</i>
	10.32pm	