

Down-To-Earth (Vic) Cooperative Society Limited

Board of Directors

Minutes

Date: 7/5/2020
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	<u>Acknowledge and pay respect to the traditional owners and ongoing custodians of the land</u>	
	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. Sovereignty has never been ceded. It always was and always will be, Aboriginal land. We recognise the past atrocities against Aboriginal and Torres Strait Islander peoples of this land and that Australia was founded on the genocide and dispossession of First Nations people.	
2	<u>Meeting Started</u>	Procedural
	7:45pm	
3	<u>Meeting coordinators</u>	Procedural
	Chairperson: John Magor Minute Keeper: Kate Shapiro Host: Trevor Pitt & Kate Shapiro	
4	<u>Attendance</u>	Procedural
	Kathy Ernst Kate Shapiro Coral Larke Robin McPherson Troy Reid Mark Rasmussen	
5	<u>Confirmation of previous minutes</u>	Procedural
	Previous Minutes Dated - December 2019	PBC

	<p>Moved: Robin McPherson Seconded: Coral Larke</p> <p>Previous Minutes Dated - February 2020 Moved: Coral Larke Seconded: Robin McPherson</p> <p>Previous Minutes Dated - April 2020</p>	<p>PBC</p> <p>Deferred</p>
6	<u>Matters Arising</u>	Procedural
	<p><i>December Minutes</i> <u>Asset Register - Request for Update</u> Outcome: Troy advised he would take the question on notice.</p> <p><i>February Minutes</i></p> <p>According to the DTE Constitution the motion is to appear in the minutes. The following motion passed listed as Item 14 in the February 2020 board minutes:</p> <p>Motion that consistent with DTE rules 42 which prescribes that the Board shall determine the manner of director election, the Board directs that elections to be held for the 2020 AGM be conducted in the same manner and procedures as the previous AGM held in November 2018, using electronic voting, administered by the cooperative’s auditors and 3 independent election scrutineers to be determined by the Board, and that the Board will undertake a comprehensive consultation of all active members to determine the manner of future elections.</p> <p>Update requested by Kathy Ernst on the three people that were suspended for breaking the Code of Conduct.</p> <ul style="list-style-type: none"> - Has their time expired? - Have they been followed up with? - Resolution of the issues? - Communication with parties? <p>For further discussion.</p> <p>Coral flagged her concern that she feels that the board has neglected incoming mail and is not responded to members. Conversation regarding correspondence inwards. Challenges raised include gaining response and consensus from other board members. Processes improvements needed. Meeting suggested for process improvements. Suggestions for consideration raised including automatic responses.</p> <p>Kathy raised that there is a missing motion circulated via documents regarding Malcolm Matthew’s removal from Xero in the April minutes. Kathy requests this motion be included in the May minutes.</p> <p>David is upset that his access to Xero was revoked when he ceased being a director. There was a policy passed in June 2019.</p>	<p>Kathy Ernst & Coral Larke</p>
7	<u>Correspondence</u>	

Correspondence Inwards

20200429 ANZ Bank Title Discharge Application for NSW Water Access License Title WAL4587.pdf
20200416 Land Registry Services.pdf
20200319 ATO Notice.pdf
20200408 ATO Notice.pdf
20200417 TBT Correspondance.pdf
20200413 Australia Post Notice.pdf
20200228 TBT Accounting Invoice 45841.pdf
20200408 NSW Valuer General - Notice of Valuation.pdf
20200304 WaterNSW Determination re application to change WAL4587.pdf
20200312 TBT Accounting Invoice 45900.pdf
20200324 Land Registry Services.pdf
20200426 Tania Morsman Correspondence.pdf
20200505 Tania Morsman Correspondence.pdf

Correspondence Outwards

20200416 Land Registry Services.pdf
20200429 ANZ Bank Title Discharge Application for NSW Water Access License Title WAL4587.pdf

**Motion that correspondence inwards and outwards as presented be accepted.
Moved by TR, Seconded by MR**

8

9 **Motions Passed by Circulation of Documents**

Date	Motion
30-Apr-2020	Motion "that we move \$242,000 to ANZ BSB 013128 Account number 293399771 held in the account name Down to Earth (Vic) Co-Op Society."
30-Apr-2020	Motion "that all budget allocations, bill payments, reimbursements or funds transfers from DTE bank accounts allocated to the four standing committees of the Board must not be disbursed until ratified by a motion of the Board and that all DTE bank accounts requiring a minimum of three-signatories be modified to require a minimum of four-signatories."
30-Apr-2020	Motion "that balances of all DTE ANZ Bank Accounts be transferred into DTE ANZ Premium Saver account."
30-Apr-2020	Motion "that the following four DTE ANZ Bank accounts be closed:

		<table border="1"> <tr> <td>Bank Account Name</td> <td>BSB - ACC</td> </tr> <tr> <td>Current Account</td> <td>013128 - 293399771</td> </tr> <tr> <td>Administration AC</td> <td>013128 - 350826363</td> </tr> <tr> <td>Autumn ConFest AC</td> <td>013128 - 352778617</td> </tr> <tr> <td>Summer Con Fest AC</td> <td>013128 - 354531853</td> </tr> </table>	Bank Account Name	BSB - ACC	Current Account	013128 - 293399771	Administration AC	013128 - 350826363	Autumn ConFest AC	013128 - 352778617	Summer Con Fest AC	013128 - 354531853																							
Bank Account Name	BSB - ACC																																		
Current Account	013128 - 293399771																																		
Administration AC	013128 - 350826363																																		
Autumn ConFest AC	013128 - 352778617																																		
Summer Con Fest AC	013128 - 354531853																																		
		“																																	
30-Apr-2020	<p>Motion “that bank signatories for DTE ANZ Premium Saver account [BSB 013128 - ACC 277706663] me modified as follows:</p> <table border="1"> <thead> <tr> <th>Modification</th> <th>Signatory</th> <th>CRN</th> <th>Type</th> </tr> </thead> <tbody> <tr> <td>Remove</td> <td>NURSE, Bree</td> <td>24262877</td> <td></td> </tr> <tr> <td>Remove</td> <td>ROYAL, Donald Scott</td> <td>699372392</td> <td></td> </tr> <tr> <td>Remove</td> <td>CRUISE, David John</td> <td>622972383</td> <td></td> </tr> <tr> <td>Add</td> <td>MACPHERSON, Robin</td> <td></td> <td>Full Signatory</td> </tr> <tr> <td>Add</td> <td>ERNST, Kathryn</td> <td></td> <td>Full Signatory</td> </tr> <tr> <td>Add</td> <td>WALDRAM, Grant</td> <td></td> <td>Full Signatory</td> </tr> <tr> <td>Add</td> <td>CAIRNS, Kristi</td> <td></td> <td>Restricted</td> </tr> </tbody> </table>	Modification	Signatory	CRN	Type	Remove	NURSE, Bree	24262877		Remove	ROYAL, Donald Scott	699372392		Remove	CRUISE, David John	622972383		Add	MACPHERSON, Robin		Full Signatory	Add	ERNST, Kathryn		Full Signatory	Add	WALDRAM, Grant		Full Signatory	Add	CAIRNS, Kristi		Restricted		
Modification	Signatory	CRN	Type																																
Remove	NURSE, Bree	24262877																																	
Remove	ROYAL, Donald Scott	699372392																																	
Remove	CRUISE, David John	622972383																																	
Add	MACPHERSON, Robin		Full Signatory																																
Add	ERNST, Kathryn		Full Signatory																																
Add	WALDRAM, Grant		Full Signatory																																
Add	CAIRNS, Kristi		Restricted																																
		“																																	
30-Apr-2020	<p>Motion “that DTE open a new savings bank account with Bank Australia with a minimum of four-signatories to operate the account, all seven directors as full signatories and DTE bookkeeper as a restricted signatory, and internet banking facilities for all signatories.”</p>																																		
30-Apr-2020	<p>Motion “that \$240,000 from DTE CSB Investment Account be transferred to the new DTE savings account with Bank Australia.”</p>																																		
10	<u>Action Task List Ongoing</u> <u>(Carried over from December - to be carried over to next minutes)</u>																																		
	Refer to back page for list ongoing.																																		
11	<u>Motion</u>																																		
	Motion for the Board to meet on the 12th May. 2020 at 7.30 pm																																		

21	<u>Carried Resolutions</u>	<i>Procedural</i>
	Motion for the Board to meet on the 12th May. 2020 at 7.30 pm	
22	<u>Next Meeting Date & Time Confirmation</u>	<i>Procedural</i>
23	<u>Meeting Ended</u>	<i>Procedural</i>