

Organising Committee

Meeting Minutes

Date: Wednesday 16th September 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>	<i>Procedural</i>
	7:36 PM	
3	<u>Meeting coordinators</u>	<i>Procedural</i>
	Chairpersons: Tania Morsman & Lindy Hunt Minute Keeper: Melody Braithwaite Hosts: Tania Morsman & Lindy Hunt	
4	<u>Attendance</u>	<i>Procedural</i>
	1. Banville Denise 2. Brock Elisa 3. Brogan Ellen 4. Cengia Matt 5. Cruise David 6. Dean Matt 7. Ernst Kathy 8. Geraghty Darren 9. Gregory Steve (Scouse) 1619 10. Hunt Lindy 11. Larke Coral 12. Macpherson Robin 13. Magor John 1841 14. Matthews Malcolm 15. Moerkerken Deb 16. Morsman Tania 1820 17. Murray Jude 18. Pitt Trevor 1767 19. Poynton Steve 20. Rasmussen Mark 21. Reid John** 22. Reid Darrell 23. Reid Troy 24. Royal Don (Donald) 25. Sarah Kate 26. Simmonds Barry 27. Smith Daniel 28. Taylor Kevin 29. Tippet Peter 30. Waldram Grant 31. Wells Jack	

	<p>Apologies:</p> <ul style="list-style-type: none"> • Vanessa Ernst • Mark and Suzie Helson 	
5	<u>Confirmation of previous minutes</u>	<i>Procedural</i>
	<p>Previous Minutes from 14 September 2020</p> <p>Motion to accept the minutes of the meeting held Monday 14 September 2020 as presented with corrections noted below.</p> <p>Amendment to the Minutes</p> <ul style="list-style-type: none"> • Denise Banville and Kathy Ernst to word a letter and send it from OC Mail to be sent to the person who spent the money regarding repayment for alcohol (Item 8649) • Trevor Pitt advised Item 8649 went to a vote and was passed by majority PBM not PBC 	<p><i>Moved by Kathy Ernst</i></p> <p><i>Seconded by John Magor PBC</i></p>
6	<u>Matters Arising</u>	<i>Procedural</i>
	<p>Agenda Item 8649 - Questionable Spending:</p> <ul style="list-style-type: none"> • Troy Reid advised \$90 purchase of alcohol related to a Board function at which all seven (7) DTE directors were present along with representatives from Emergency Services Facilitators • The \$100 Cellarbrations related to a gift card, decided by the Water Upgrade Team within Asset Management, to thank Water Operations Plant Manager at Deniliquin in appreciation for his assistance in reviewing the engineering plans and providing advice on how to upgrade the water plan. • Troy advised that the Board members consented to make an exception to budgets (in this instance) with respect to alcohol • Coral Larke <i>“does not remember agreeing to alcohol being bought”</i> • Grant Waldram <i>“does remember it being discussed at some length and that everybody was aware”</i> • Denise Banville sent emails to the Board & FinCom regarding this matter which have been unanswered, and the agenda item had been up for four months • Denise Banville confirmed that she had not contacted the DTE cardholder on whose card this expense was paid which is usually the first action and normal process for questionable expenses 	<i>Further discussion was terminated by the Chair</i>
	<p>Agenda Item 9741 - Remove all Director held Debit Cards</p> <ul style="list-style-type: none"> • Steve Gregory confirms that the Task Action to write a letter to the Board has been actioned 	
7	<u>Correspondence</u>	
	Nil	

10	Agenda Item ID 10515 - Changing Auditors	<i>9:06 pm</i>
	<p>Agenda item ID: 10515 Item by: Coral Larke</p> <p>Details: Update on finding new auditors report by Malcolm Matthews.</p> <p>Discussion:</p> <ul style="list-style-type: none"> • Standard industry practice to change auditors • DTE have used the same auditors for over 20 years and currently our registered office of DTE - needs to be considered if changing auditors • As a small cooperative - DTE needs to clarify if the Act states that the accounts of the Coop need to be audited, or does DTE rules to have an auditor takes precedence • Changing auditors needs to be advertised prior to an AGM • An approved auditor will need be voted on at the AGM • Troy Reid advised that this needs approval by Special Resolution which requires 28-days notice, and the proposal needs to be approved by a Register which in this case is Consumer Affairs Victoria • Malcolm Matthews researched and recommends three Accountants who work online (with Zoom) and with Xero - need to be interviewed as suitable and also confirm that they will accept DTE as a client 	<p>ACTION TASK: Malcolm Matthews (Coordinator on E: info@hamptonhouse.com.au) & Coral Larke to coordinate a group to develop a timeline, process and regulatory requirements to change auditors for reporting back to the OC.</p>
	Tania Morsman handed Chair to Lindy Hunt at 9:29pm Meeting reconvened at 9:35pm	<i>9.29 pm - 9:35pm Break</i>
11	Agenda Item ID 10548 - Meeting Attendance	
	<p>Agenda item ID: 10548 Item by: Robin MacPherson</p> <p>Agenda details: What constitutes attendance at an OC meeting?</p> <p>Discussion:</p> <ul style="list-style-type: none"> • DTE Rules don't stipulate what constitutes attendance, however in order to vote, members must have attended the last 3 of 5 meetings • In the 9/7/18 OC Meeting Minutes Motion: To verify attendance is done through a role call at the start and end of each meeting. Moved Coral Larke PBM 5 For-4 Against-2 Abstained http://dte.org.au/minutes/2018-07-09%20OC%20Confirmed.pdf • Recommendations included having role call three times during the meeting, to ensure people were attending legally - however some people may miss the first role call if coming to the meeting late / putting Zoom hands up / at 9pm everyone put their names in the chat 	<p>ACTION TASK: Lindy Hunt (Coordinator) , Robin MacPherson, Elle Brogan to form a group to discuss DTE attendance criteria and provide suggestions to the OC</p>
	Lindy Hunt handed chair to John Magor between 10:01pm - 10:02 pm in order for Lindy to contribute the above discussion.	
12	Agenda Item ID 11937 - Budget for Legal Action	<i>10:06 pm</i>
	<p>Agenda item ID: 11937 Item by: Steve Poynton</p> <p>Agenda details: The Board passed a motion requiring all General Meeting Motions to be determined by electronic voting and this conflicts with the DTE Constitution. The Board has been spending OC money and delaying the payment of funds approved by the OC and CC. The Board has been passing many non-urgent motions as Motions by Circular and often these motions are not tabled at the next Board meeting. Some director spending may be in contravention of the DTE Constitution and the CNL.</p>	<p><i>Item details continued over page</i></p>

	<p>Agenda Item ID 11937 ...continued from previous page</p> <p>We need to take legal action to ensure these actions do not put DTE at risk, and to make sure the cooperative abides by its rules.</p> <p>Motion: That the OC approves a budget of \$4990 for Mark Helson and Denise Banville to initiate legal action on matters relating to the Board overstepping its powers and contravening the DTE Constitution and that the money is placed on John Reid's card.</p> <p>Discussion:</p> <ul style="list-style-type: none"> • DTE needs to make appropriations in order to operate (trade legally), we cannot incur debt unless with the approval of members - funds run out at the end of September. Need to review existing obligations (bills) and that this be addressed first with the OC's current limited funds • Kathy Ernst confirmed that appropriation motion can be amended to include this motion's amount • Troy Reid advised that the OC has no officeholders; therefore the OC has no powers of legal representation and cannot commit the Coop to any legal action. This money is being sought here for a dispute between members and the cooperative. The Victorian Consumer Affairs guidelines are clear and give specific advice on how to start a civil matter at the Magistrates court of Victoria. • Trevor Pitt stated the motion is incorrectly worded because it is trying to change two DTE Rules; DTE needs to know how much of previous appropriation has been spent, and how much is available to spend • Board and members should refer matter (make a submission) to Government and Statutory Compliance (GSC) - who can consider the facts, look at rules, find a consensus and make a determination (at zero cost), if no consensus then it can be escalated it. 	<p><i>Discussion of Agenda Item ID 11937 will be continued at the OC meeting on 17th September 2020</i></p>
13	<u>Carried Resolutions</u>	<i>Procedural</i>
	Nil	
13	<u>Actions to be taken</u>	<i>Procedural</i>
	<ol style="list-style-type: none"> 1. Agenda item ID: 8318 - Clarifying eligibility of Geco Entity referred to GSC by Kate Sarah 2. Agenda item ID: 10477 - Asset Management: Coral Larke to request the vehicle list from Robin MacPherson and put it in Sharepoint - and advise the link to the OC 3. Agenda item ID: 10515 - Malcolm Matthews (Coordinator) & Coral Larke to coordinate a group to develop a timeline, process and regulatory requirements to change auditors for reporting back to the OC. 4. Agenda Item ID: 10548 - Lindy Hunt (Coordinator), Robin MacPherson, Elle Brogan to form a group to discuss DTE attendance criteria and provide suggestions to the OC 	
14	<u>Next Meeting Date & Time Confirmation</u>	<i>Procedural</i>
	Thursday 17 September 2020 starting at 7:15pm	
15	<u>Meeting Ended</u>	<i>Procedural</i>
	10:40pm	