

Down-To-Earth (Vic) Cooperative Society Limited

**Organising Committee
Executive arm of DTE**

Minutes

Date: **17/09/2020**
 Time: **7:30pm**
 Venue: **Online via Zoom**
 Online: <https://dte.coop/live.meeting>

#	Item	Raised by:																																				
1	<u>Meeting Started</u>	<i>Procedural</i>																																				
	7:28pm																																					
2	<u>Election of Chair</u>	<i>Procedural</i>																																				
	Confirmation of Chairperson: Trevor Pitt, John Magor at 9:28pm, Trevor at 9:29pm, John at 9:52pm, Trevor at 9:53pm, John at 9:57pm, Trevor at 9:58pm, John at 10:00pm, Trevor at 10:08pm, John at 10:18pm, Trevor at 10:20pm Confirm Minute Keeper: Vanessa Ernst																																					
3	<u>Attendance</u>	<i>Procedural</i>																																				
	<table border="0"> <tr> <td>Aaron Taylor</td> <td>Deb Moerkerken</td> <td>Kathy Ernst</td> </tr> <tr> <td>Aaron Shipperlee</td> <td>Donald Royal</td> <td>Kevin Taylor</td> </tr> <tr> <td>Andrew Wilkinson</td> <td>Ellen Brogan</td> <td>Malcolm Matthews</td> </tr> <tr> <td>Barbara Rolfe</td> <td>Elisa Brock</td> <td>Martin Schwarz</td> </tr> <tr> <td>Barry Simmonds</td> <td>Gary Lasky</td> <td>Mark Rasmussen</td> </tr> <tr> <td>Bruce Pinney</td> <td>Grant Waldram</td> <td>Peter Tippett</td> </tr> <tr> <td>Coral Larke</td> <td>Ian Hales</td> <td>Robin Macpherson</td> </tr> <tr> <td>Daniel Smith</td> <td>Jack Wells</td> <td>Tania Morsman</td> </tr> <tr> <td>Darrell Reid</td> <td>John Magor</td> <td>Trevor Pitt</td> </tr> <tr> <td>Darren Geraghty</td> <td>John Reid</td> <td>Troy Reid</td> </tr> <tr> <td>Darrylle Ryan</td> <td>Kate Shapiro</td> <td>Steve Poynton</td> </tr> <tr> <td>David Cruise</td> <td></td> <td></td> </tr> </table>	Aaron Taylor	Deb Moerkerken	Kathy Ernst	Aaron Shipperlee	Donald Royal	Kevin Taylor	Andrew Wilkinson	Ellen Brogan	Malcolm Matthews	Barbara Rolfe	Elisa Brock	Martin Schwarz	Barry Simmonds	Gary Lasky	Mark Rasmussen	Bruce Pinney	Grant Waldram	Peter Tippett	Coral Larke	Ian Hales	Robin Macpherson	Daniel Smith	Jack Wells	Tania Morsman	Darrell Reid	John Magor	Trevor Pitt	Darren Geraghty	John Reid	Troy Reid	Darrylle Ryan	Kate Shapiro	Steve Poynton	David Cruise			
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4	<u>Confirmation of Previous Meeting Minutes</u>	<i>Procedural</i>																																				
	Deferred until next meeting																																					
5	<u>Task Check List</u>	<i>Procedural</i>																																				
6	<u>Correspondence / Payments</u>	<i>Procedural</i>																																				
	<ul style="list-style-type: none"> Public liability renewal notice Letter to the Board from Steve Gregory and Tania Morsman regarding debit cards Email from Kathy Ernst to Secretary and Board reminding of various rules Email from Troy Reid regarding Arcuri bill 																																					
7	<u>WH&S</u>	<i>Procedural</i>																																				
8	<u>Agenda Items from Previous OC Meeting</u>																																					

	<p>Agenda Item 11937: Budget for Legal Action</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. We need to take legal action to ensure these actions do not put DTE at risk, and to make sure the cooperative abides by it's 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>Item by: Steve Poynton</p>	<p><i>Moved: Steve Poynton</i> <i>Seconded: John Magor P.B.M.</i></p>
	<p>Agenda Item 11945: Invoice and quote payment, insurance, CWS</p> <p>Agenda details: Four items for payment: Arcuri (insurance) \$550 + \$320 + \$1995, and CWS (waste) \$86.40.</p> <p>Motion: That the OC approve the budget for insurance and CWS, and that the 4 items referred to be paid.</p>	<p><i>Moved: Malcolm Matthews</i> <i>Seconded: Lindy Hunt P.B.C.</i></p>
	<p>Agenda Item 11941: Matters arising from 04/06/18 minutes</p> <p>Agenda details: That matters arising from 04/06/18 minutes be added to the next meeting minutes. The entry on the 04/06/18 that Barry Simmonds was awarded \$1000 for proof of concept. I never finalised my application for a DTE credit card and therefore never chased the payment of this approved \$1000</p> <p>Motion: That fincom or relevant approved members audit the accounts during that period to confirm at the earliest possible time frames that I never received this \$1000 nor did any other party receive these funds on my behalf. The minutes in this meeting will reflect my statement as matters arising and subsequent minutes will state fincom response.</p> <p>Item by: Barry Simmonds</p>	<p><i>Moved: Barry Simmonds</i> <i>Seconded: Mark Rasmussen P.B.C.</i></p>
	<p>Agenda Item 11943: Matters arising from 14/06/18</p> <p>Agenda details: That matters arising from 14/06/18 minutes be added to the meeting minutes. The entry on the 14/06/18 that Barry Simmonds was awarded \$500 for 50L Stainless steel kegs. I never finalised my application for a DTE credit card and therefore never chased the payment of this approved \$500</p> <p>Motion: That fincom or relevant approved members audit the accounts during that period to confirm at the earliest possible time frames that I never received this \$500 nor did any other party receive these funds on my behalf. The minutes in this meeting will reflect my statement as matters arising and subsequent minutes will state fincom response that I was never given these funds accordingly.</p> <p>Motion: That the minutes from this meeting give fincom the action task to please audit the accounts within relevant times of the awarded amount and report back to the OC</p> <p>Item by: Barry Simmonds</p>	<p><i>Moved: Barry Simmonds</i> <i>Seconded: Mark Rasmussen P.B.C.</i></p>

	Agenda Item 11944: Budget request	
	<p>Agenda details: HAPPY FOR THIS TO BE DISCUSSED IN MY ABSENCE - That the OC does a budget request for \$20 so the OC can obtain a members list for the OC.</p> <p>Motion: The OC approves a budget allocation to the OC for \$20 to obtain a copy of the active DTE members list. Or The OC instructs memcom to provide the OC with a active DTE members list.</p> <p>Item by: Peter Tippett</p>	<p><i>Moved: Peter Tippett</i> <i>Seconded: Malcolm Matthews</i> <i>P.B.M.</i></p>
	Agenda Item 11942: Directors inactivity credits	
	<p>Agenda details: Under Rule 44 44. Removal and disqualification from the office of Director (1) The Co-operative may by special resolution remove any Director from office before the end of the Director's period of office or: (2) Directors shall commence their term of office with 21 inactivity credits for one year and deductions from the Directors total credits shall be made as follows: (a) failure to attend a Board meeting, without agreement by the Board, 4 (four) credits deducted, and (b) failure to attend within 30 minutes of the agreed starting time of a Directors meeting without agreement of the board, and for each 45 minutes or part of the meeting absent 1 (one) credit deducted (c) Failure to register as a bank signatory 1 (one) credit per two calendar months or part. (3) Directors inactivity credits are to be recorded and tallied in a register in the Directors meeting minutes book. (4) When any Director reaches zero (0) points in any 12 month period, that Directors position is automatically declared vacant. (5) A Director may apply for a leave of absence without loss of inactivity credits. The majority of the remaining board may, within seven days of the request, accept or deny the application but the Board shall not grant a leave of absence for more than three monthly meetings.</p> <p>Motion: That the board is directed to provide a copy of the inactivity credits register (as per Rule 44(3)) to the Organising committee so the Organising Committee can determine if any directors positions have become automatically vacant under rule 44(4)</p> <p>Item by: Trevor Pitt</p> <p><i>The information requested was made available on data.dte so no vote was taken.</i></p>	<p><i>Moved: Trevor Pitt</i> <i>Seconded: John Magor</i></p>
	<u>Carried Resolutions</u>	<i>Procedural</i>
	<ul style="list-style-type: none"> • Item 11937: 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. • Item 11945: That the OC approve the budget for insurance and CWS, and that the 4 items referred to be paid. • Item 11941: That fincom or relevant approved members audit the accounts during that period to confirm at the earliest possible time frames that I [Barry Simmonds] never received this \$1000 nor did any other party receive these funds on my behalf. The minutes in this meeting will reflect my statement as matters arising and subsequent minutes will state fincom response. • Item 11943: That the minutes from this meeting give fincom the action task to please audit the accounts within relevant times of the awarded amount and report back to the OC 	

	<ul style="list-style-type: none"> Item 11944: The OC approves a budget allocation to the OC for \$20 to obtain a copy of the active DTE members list. Or The OC instructs memcom to provide the OC with a active DTE members list. 	
	<u>Actions to be taken</u>	<i>Procedural</i>
	<ul style="list-style-type: none"> Robin Macpherson to provide written advice to the OC that items 11941 and 11943 motions be tabled Barry Simmonds to write to FinCom regarding items 11941 and 11943 	
	<u>Next Meeting Date & Time Confirmation</u>	<i>Procedural</i>
	24/09/2020 7:30pm	
	<u>Meeting Ended</u>	<i>Procedural</i>
	10:30pm	