

Down-To-Earth (Vic) Cooperative Society Limited

Special General Meeting

Minutes

Date: **5/11/2020**
 Time: **7:30pm**
 Venue: **Online via Zoom**
 Online: <https://dte.coop/live.meeting>

#	Item	Raised by:																																								
1	Meeting Started	<i>Procedural</i>																																								
	7:42pm																																									
2	Election of Chair	<i>Procedural</i>																																								
	Confirmation of Chairperson: Trevor Pitt, John Magor chairs 8:37pm, Trevor chairs at 8:38pm, John at 9:08pm, Trevor at 9:10pm Confirm Minute Keeper: Vanessa Ernst																																									
3	Attendance	<i>Procedural</i>																																								
	<table border="0"> <tr> <td>1. Aaron Shipperlee</td> <td>21. Ian Paulin</td> </tr> <tr> <td>2. Alison Mayer</td> <td>22. Kate Sarah</td> </tr> <tr> <td>3. Andrew Wilkinson</td> <td>23. Kathy Ernst</td> </tr> <tr> <td>4. Brian Denham</td> <td>24. Kevin Taylor</td> </tr> <tr> <td>5. Bryce Wentworth</td> <td>25. Lance Nash</td> </tr> <tr> <td>6. Caryn Kettle</td> <td>26. Lindy Hunt</td> </tr> <tr> <td>7. Coral Larke</td> <td>27. Malcolm Matthews</td> </tr> <tr> <td>8. Darrell Reid</td> <td>28. Mark Helson</td> </tr> <tr> <td>9. Darren Geraghty</td> <td>29. Mark Rasmussen</td> </tr> <tr> <td>10. Darrylle Ryan</td> <td>30. Martin Schwarz</td> </tr> <tr> <td>11. David Cruise</td> <td>31. Marte Kinder</td> </tr> <tr> <td>12. Deb Moerkerken</td> <td>32. Mike Kennedy</td> </tr> <tr> <td>13. Elisa Brock</td> <td>33. Melody Braithewaite</td> </tr> <tr> <td>14. Gary Lasky</td> <td>34. Robin Macpherson</td> </tr> <tr> <td>15. Glen Duncan</td> <td>35. Rick Gill</td> </tr> <tr> <td>16. Grant Waldram</td> <td>36. Skye Fitzpatrick</td> </tr> <tr> <td>17. Jack Wells</td> <td>37. Suzie Helson</td> </tr> <tr> <td>18. John Magor</td> <td>38. Steve Poynton</td> </tr> <tr> <td>19. John Reid</td> <td>39. Trevor Pitt</td> </tr> <tr> <td>20. Ian Hales</td> <td>40. Vanessa Ernst</td> </tr> </table>	1. Aaron Shipperlee	21. Ian Paulin	2. Alison Mayer	22. Kate Sarah	3. Andrew Wilkinson	23. Kathy Ernst	4. Brian Denham	24. Kevin Taylor	5. Bryce Wentworth	25. Lance Nash	6. Caryn Kettle	26. Lindy Hunt	7. Coral Larke	27. Malcolm Matthews	8. Darrell Reid	28. Mark Helson	9. Darren Geraghty	29. Mark Rasmussen	10. Darrylle Ryan	30. Martin Schwarz	11. David Cruise	31. Marte Kinder	12. Deb Moerkerken	32. Mike Kennedy	13. Elisa Brock	33. Melody Braithewaite	14. Gary Lasky	34. Robin Macpherson	15. Glen Duncan	35. Rick Gill	16. Grant Waldram	36. Skye Fitzpatrick	17. Jack Wells	37. Suzie Helson	18. John Magor	38. Steve Poynton	19. John Reid	39. Trevor Pitt	20. Ian Hales	40. Vanessa Ernst	
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4	Confirmation of Previous Meeting Minutes	<i>Procedural</i>																																								
	25/06/2020 SGM (minutes in four parts) Part 1: Name of attendee 54 to be corrected to Aaron Shipperlee Part 3: Item 8556 – the original motion was amended, and the amendment was P.B.C. The motion and amended motion wording also need to be corrected	<i>Moved: John Magor Seconded: Kathy Ernst Minutes not passed</i>																																								

	Previous minutes not passed as Kate wished to include a note in these minutes but did not provide note before leaving the meeting	
6	Reports	<i>Procedural</i>
	No reports submitted prior to the meeting	
7	Special Business	<i>Procedural</i>
8	Agenda Item 12850: Confest Committee (CC) Budget	
	<p>Agenda details: The CC budget consists of the already presented Sydney Confest budget, as well as an allocation for a Sydney Confest Committee overrun, which may be needed if the setup costs increase due to increased attendance. This would likely be offset by an increase in income in Q3.</p> <p>Motion: That the Confest Committee be appropriated an additional \$15,000 to be available until the end of the 2020/2021 financial year.</p> <p>Item by: Trevor Pitt, David Cruise & Kate Shapiro</p>	<p><i>Proposed and supported by: Trevor Pitt, David Cruise, Kate Shapiro</i></p> <p><i>P.B.C.</i></p>
	Agenda Item 12851: Organising Committee (OC) Budget	
	<p>Agenda details: While this is a significant appropriation compared to the previous one, we ask that it is put in context. The September SGM was delayed so the YTD appropriation was based on a forecast of essential operating costs for Q1. This forecast would have been fine had the September SGM gone ahead however it did not. The largest components of the budget are associated with completing the financial accounts for both the annual return and audit. There is also a significant tax liability. The annual return must be done before the AGM can be held. The CNL states that we must have a set of accounts to present to members while our rules state that these should be audited. These are to be presented to the AGM. The AGM and director elections are tied together. It is therefore necessary for the significant financial component of this budget to be approved in order to meet our financial obligations for the EOFY 2019/2020. The remaining portion of the OC budget consists of actual operating expenses (recurring) and forecast expenses due in Q2 (includes outstanding Q1). The majority of these remaining expenses occur in the next month and will be due or overdue by the time of the SGM. A breakdown is contained on the attached spreadsheet. Line items for anticipated minimum operating costs in Q2 (October-December) are also noted. Some of the co-operative's ongoing costs will be overdue by the time of this SGM. They will be dependant on these appropriations before they can be approved and paid. There are also amounts provisioned which have been considered urgent/essential operating costs of the OC. If those transactions bounce, we will lose access to the services. Most of these are IT (eg. Zoom, hosting etc) and have therefore been broken down. Only those considered urgent / essential have been included. We have defined urgent / essential to be 'where it has been considered that an interruption in service would have a significant effect or be detrimental to current operations'. There are also a number of bills due immediately following the AGM which is the next opportunity for appropriation of funds. We have built in some contingency for the OC for items which would be unable to be delayed and for which there are significant consequences should there be any delay in the AGM due to unforeseen circumstances. We are not suggesting that the AGM might or should be delayed, we are simply including an itemised 'safeguard' figure for the OC which we believe should remain included. Information was obtained by looking at recurring and intermittent regular expenses (ie actual) for essential operating costs, estimating seasonal expenses (such as fuel for anticipated slashing, mowing and fuel load reduction), supplier estimates,</p>	<p><i>Proposed and supported by: Trevor Pitt, David Cruise, Kate Shapiro</i></p>

	<p>committee budget applications/minutes and schedules (eg. rates etc). At the time of writing, the only other contingency amount in the budget is the NRAR budget.</p> <p>Motion: That the Organising Committee be appropriated an additional \$70,000 to be available until the end of the 2020/2021 financial year.</p> <p>Item by: Trevor Pitt, David Cruise & Kate Shapiro</p>	
	<p>Proposed amendment:</p> <p>That the Organising Committee be appropriated an additional \$49,000 to be available until the end of the 2020/2021 financial year.</p>	<p><i>Moved: Kathy Ernst Seconded: Deb Moerkerken Amendment fails</i></p>
	<p>Motion: That the Organising Committee be appropriated an additional \$70,000 to be available until the end of the 2020/2021 financial year.</p>	<p><i>Proposed and supported by: Trevor Pitt, David Cruise, Kate Shapiro P.B.M.</i></p>
	<p>Malcolm Matthews stated he does not want a reimbursement for his donation for fuel.</p>	
<p>Agenda Item 12852: Board Budget</p>		
	<p>Agenda details: The board budget consists of work currently in progress with members, membership fees enabling access to policies used by members of the OC, and fees associated with the director elections. It also includes those AGM expenses for which the board is responsible, and a small overrun / administration budget provisioned in the rules which is likely to be used as a contingency budget.</p> <p>Motion: That the Board is appropriated an additional \$8200 to be available until the end of the 2020/2021 financial year.</p> <p>Item by: Trevor Pitt, David Cruise & Kate Shapiro</p>	<p><i>Proposed and supported by: Trevor Pitt, David Cruise, Kate Shapiro P.B.C.</i></p>
<p><u>Carried Resolutions</u></p>		
	<ul style="list-style-type: none"> • Item 12850: That the Confest Committee be appropriated an additional \$15,000 to be available until the end of the 2020/2021 financial year. • Item 12851: That the Organising Committee be appropriated an additional \$70,000 to be available until the end of the 2020/2021 financial year. • Item 12852: That the Board is appropriated an additional \$8200 to be available until the end of the 2020/2021 financial year. 	<p><i>Procedural</i></p>
<p><u>Meeting Ended</u></p>		
	<p>10:46pm</p>	<p><i>Procedural</i></p>